IN THE UNITED STATES BANKRUPTCY COURT SOUTHERN DISTRICT OF NEW YORK

In re

Chapter 11

Chapter 11

Case No. 05-44481 (RDD)

Reorganized Debtors.

(Jointly Administered)

AFFIDAVIT OF SERVICE

I, Darlene Calderon, being duly sworn according to law, depose and say that I am employed by Kurtzman Carson Consultants LLC, the Court appointed claims and noticing agent for the Reorganized Debtors in the above-captioned cases.

On May 13, 2013, I caused to be served the documents listed below (i) upon the parties listed on <u>Exhibit A</u> hereto via electronic notification, and (ii) upon the party listed on <u>Exhibit B</u> hereto via postage pre-paid U.S. mail:

- 1) Joint Stipulation and Agreed Order (I) Dismissing Appeal by the Bank of New York Mellon, as Indenture Trustee, Paul Feinsilver, James A. Klotz, and Terrance O'Grady Pursuant to Fed. R. Bankr. P. 8001(c)(1) and (II) Granting Indenture Trustee Allowed General Unsecured Non-Priority Claim (Docket No. 22039) [a copy of which is attached hereto as Exhibit C]
- 2) Twenty-Ninth Supplemental Order Under 11 U.S.C. §§ 102(1) and 105 and Fed. R. Bankr. P. 2002(m), 9006, 9007, and 9014 Establishing Omnibus Hearing Dates and Certain Notice, Case Management, and Administrative Procedures ("Twenty-Ninth Supplemental Case Management Order") (Docket No. 22058) [a copy of which is attached hereto as Exhibit D]
- 3) Twenty-First Supplemental Order Pursuant to 11 U.S.C. § 102(1) and 502(b) and Fed. R. Bankr. P. 2002(m), 3007, 7016, 7026, 9006, 9007, and 9014 Establishing (I) Dates for Hearings Regarding Objections to Claims and (II) Certain Notices and Procedures Governing Objections to Claims ("Twenty-First Supplemental Claim Objection Procedures Order") (Docket No. 22059) [a copy of which is attached hereto as Exhibit E]

On May 13, 2013, I caused to be served the document listed below upon the parties listed on Exhibit F hereto via postage pre-paid U.S. mail:

4) Joint Stipulation and Agreed Order (I) Dismissing Appeal by the Bank of New York Mellon, as Indenture Trustee, Paul Feinsilver, James A. Klotz, and Terrance O'Grady Pursuant to Fed. R. Bankr. P. 8001(c)(1) and (II) Granting Indenture Trustee Allowed General Unsecured Non-Priority Claim (Docket No. 22039) [a copy of which is attached hereto as Exhibit C]

Dated: May 16, 2013	
•	/s/ Darlene Calderon
	Darlene Calderon
State of California	
County of Los Angeles	
Subscribed and sworn to (or affirmed) before Darlene Calderon, proved to me on the basis appeared before me.	re me on this 16th day of May, 2013, by s of satisfactory evidence to be the person who
Signature: /s/ Jennifer Grageda	
Commission Expires: 3/21/17	

EXHIBIT A

05-44481-rdd Doc 22061 Filed 05/16/13 Entered 05/16/13 23:11:21 Main Document DP-9-1-dil Ofs 4-3p. Post-Emergence Master Service List

COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	PHONE	EMAIL	PARTY / FUNCTION
									Counsel to Johnson Controls Battery
	Deborah L. Thorne							dthorne@btlaw.com	Group, Inc.; Johnson Controls, Inc.
Barnes & Thornburg LLP	Kathleen L. Matsoukas	One N Wacker Drive	Suite 4400	Chicago	IL	60606	312-357-1313	kmatsoukas@btlaw.com	(Power Solutions)
								sean.p.corcoran@delphi.co	
	Sean Corcoran							<u>m</u>	
	Karen Craft							karen.j.craft@delphi.com	
Delphi Automotive Systems LLP	David M. Sherbin	5725 Delphi Drive		Troy	MI	48098	248-813-2000	david.sherbin@delphi.com	Delphi Automotive Systems LLP
Honigman Miller Schwartz and Coh	n Frank L. Gorman, Esq.	2290 First National	660 Woodward					fgorman@honigman.com	
LLP	Robert B. Weiss, Esq.	Building	Avenue	Detroit	MI	48226-3583	313-465-7000	rweiss@honigman.com	Counsel to General Motors Corporation
Ruskin Moscou Faltischek PC	Jeffrey A. Wurst, Esq.	1425 RXR Plaza	15th Floor	Uniondale	NY	11556	516-663-6535	jwurst@rmfpc.com	
Skadden, Arps, Slate, Meagher &									
Flom LLP	Ron E. Meisler	155 N Wacker Drive	Suite 2700	Chicago	IL	60606-1720	312-407-0700	rmeisler@skadden.com	Counsel to the Reorganized Debtor
	Harvey R. Miller							harvey.miller@weil.com	
Weil, Gotshal & Manges LLP	Robert J. Lemons	767 Fifth Avenue		New York	NY	10153	212-310-8500	robert.lemons@weil.com	Counsel to General Motors Corporation

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COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	COUNTRY	PHONE	FAX	EMAIL	PARTY / FUNCTION
								34 956 226			
Adalberto Cañadas Castillo		Avda Ramon de Carranza	10-10	Cadiz		11006	Spain	311		adalberto@canadas.com	Representative to DASE
											Attorneys for Fry's Metals Inc. and
Adler Pollock & Sheehan PC	Joseph Avanzato	One Citizens Plz 8th Fl		Providence	RI	02903		401-274-7200	401-751-0604	javanzato@apslaw.com	Specialty Coatings Systems Eft
											January Santa
		259 Radnor-Chester Road,									
Airgas, Inc.	David Boyle	Suite 100	P.O. Box 6675	Radnor	PA	19087-8675		610-902-6028	610-687-3187	david.boyle@airgas.com	Counsel to Airgas, Inc.
Aliahara Braha Osmanatan	December 1 Kasaisasa	040 Dia - Dand		Elizabatha	KY	42701		070 004 5500	070 004 5504	bkessinger@akebono-	Representative for Akebono
Akebono Brake Corporaton Akin Gump Strauss Hauer &	Brandon J. Kessinger	310 Ring Road		Elizabethtown	KY	42701		270-234-5580	270-234-5504	usa.com	Corporation Counsel to TAI Unsecured
Feld. LLP	Ira S Dizengoff	One Bryant Park		New York	NY	10036		212-872-1000	212-872-1002	idizengoff@akingump.com	Creditors Liquidating Trust
Allen Matkins Leck Gamble &	na o bizongon	One Bryant Funk		TOW TORK	1,1,1	10000		212 072 1000	212 072 1002	idizongon editingamp.com	Ordators Elquidating Trust
Mallory LLP	Michael S. Greger	1900 Main Street	Fifth Floor	Irvine	CA	92614-7321		949-553-1313	949-553-8354	mgreger@allenmatkins.com	Counsel to Kilroy Realty, L.P.
Alliance for Sustainable Energy	National Renewable		1617 Golden Blvd								Counsel for National Renewable
LLC	Energy Laboratory	Jim Martin Senior Attorney	MS 1734	Golden	CO	80401		303-384-7497	303-384-7499	jim.martin@nrel.gov	Energy Laboratory
	0 : 5 5	00 B 1 A			N D.	10010		040 040 0400	040 000 0004		Counsel to Cadence Innovation,
Alston & Bird, LLP	Craig E. Freeman	90 Park Avenue		New York	NY	10016		212-210-9400	212-922-3891	craig.freeman@alston.com	LLC Counsel to Cadence Innovation,
											LLC, PD George Co, Furukawa
											Electric Companay, Ltd., and
	Dennis J. Connolly; David									dconnolly@alston.com	Furukawa Electric North America
Alston & Bird, LLP	A. Wender	1201 West Peachtree Street		Atlanta	GA	30309		404-881-7269	404-253-8554	dwender@alston.com	APD, Inc.
American Axle & Manufacturing,		One Dauch Drive, Mail Code									Representative for American Axle
Inc.	Steven R. Keyes	6E-2-42		Detroit	MI	48243		313-758-4868		steven.keyes@aam.com	& Manufacturing, Inc.
Anglin, Flewelling, Rasmussen,		199 South Los Robles									Counsel to Stanley Electric Sales
Campbell & Trytten, LLP	Mark T. Flewelling	Avenue	Suite 600	Pasadena	CA	91101-2459		626-535-1900	626-577-7764	mtf@afrct.com	of America, Inc.
Arent Fox PLLC	Robert M. Hirsh	1675 Broadway		New York	NY	10019		212-484-3000	212-484-3000	Hirsh.Robert@arentfox.com	Counsel to Pullman Bank and Trust Company
AIGHT OX FLEC	Nobert W. Fillsti	1073 Bloadway		INEW TOIK	INI	10019		212-404-3900	212-404-3990	Tilish. Nobelt@arehitox.com	Counsel to Daishinku (America)
											Corp. d/b/a KDS America
											("Daishinku"), SBC
Arnall Golden Gregory LLP	Darryl S. Laddin	171 17th Street NW	Suite 2100	Atlanta	GA	30363-1031		404-873-8120	404-873-8121	dladdin@agg.com	Telecommunications, Inc. (SBC)
											Counsel to CSX Transportation,
Arnold & Porter LLP	Joel M. Gross	555 Twelfth Street, N.W.		Washington	D.C.	20004-1206		202-942-5000	202-942-5999	joel_gross@aporter.com	Inc.
ATS Automation Tooling Systems		050 D		0	0-4	NOLL ADO	0	540 050 4400	540 050 0500	cgalloway@atsautomation.co	0
Inc.	Carl Galloway	250 Royal Oak Road		Cambridge	Ontario	N3H 4R6	Canada	519-653-4483	519-650-6520	<u>m</u>	Company
											Attorney for Alabama Power
Balch & Bingham LLP	Eric T. Ray	PO Box 306		Birmingham	AL	35201		205-251-8100	205-226-8799	eray@balch.com	Company
3				3 **							Counsel to Motion Industries, Inc.,
Barack, Ferrazzano, Kirschbaum											EIS, Inc. and Johnson Industries,
& Nagelberg LLP	Kimberly J. Robinson	200 W Madison St Ste 3900		Chicago	IL	60606		312-984-3100	312-984-3150	kim.robinson@bfkn.com	Inc.
											Counsel to Motion Industries, Inc.,
Barack, Ferrazzano, Kirschbaum	Marie - I Daniel	000 W Madia 04 O4 - 0000		Ohioon		00000		040 004 0400	040 004 0450		EIS, Inc. and Johnson Industries,
& Nagelberg LLP	William J. Barrett	200 W Madison St Ste 3900		Chicago	IL	60606		312-984-3100	312-984-3150	william.barrett@bfkn.com	Inc. Counsel to Mays Chemical
Barnes & Thornburg LLP	Alan K. Mills	11 S. Meridian Street		Indianapolis	IN	46204		317-236-1313	317-231-7433	alan.mills@btlaw.com	Company
Dames & Friedriburg LLI	, uon i ti mino	G. Mondian Groot		siariapolio		.5204		5.7 200 1010	5.7 201 7400	Caramano Condition	- Company
Barnes & Thornburg LLP	Damon R Leichty	600 1st Source Bank Center	100 North Michigan	South Bend	IN	46601		574-233-1171	574-237-1125	damon.leichty@btlaw.com	Counsel to Bank of America, N.A.
											Counsel to Howard County,
Barnes & Thornburg LLP	David M. Powlen	1000 N West Street	Suite 1200	Wilmington	DE	19801		302-888-4536	317-231-7433	david.powlen@btlaw.com	Indiana
											Counsel to Johnson Controls
Downer & Thomps: II D	Dehereh I. Theres	One North Western Dates	Suite 4400	Chicago		60600		242 257 4042	242 752 50 12	debareh thorns @btl	Battery Group, Inc.; Johnson
Barnes & Thornburg LLP	Deborah L. Thorne	One North Wacker Drive	Suite 4400	Chicago	IL	60606	1	312-35/-1313	312-759-5646	deborah.thorne@btlaw.com	Controls, Inc. (Power Solutions)

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DPH Holdings Corp.
Post-Emergence 2002 List

COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	COUNTRY	PHONE	FAX	EMAIL	PARTY / FUNCTION
Barnes & Thornburg LLP	John T. Gregg	171 Monroe Avenue NW	Suite 1000	Grand Rapids	MI	49503		616-742-3930	616-742-3999	igreag@btlaw.com	Counsel to Priority Health; Clarion Corporation of America; Continental AG and Affiliates
				·							
Barnes & Thornburg LLP	Kathleen L. Matsoukas	One North Wacker Drive	Suite 4400	Chicago	IL	60606		312-357-1313	312-759-5646	kathleen.matsoukas@btlaw.co	Counsel to Johnson Controls Battery Group, Inc.; Johnson Controls, Inc. (Power Solutions); Howard County, Indiana
Barnes & Thornburg LLP	Mark R. Owens	11 S. Meridian Street		Indianapolis	IN	46204		317-236-1313	317-231-7433	mark.owens@btlaw.com	Counsel to Clarion Corporation of America
											Counsel to Gibbs Die Casting Corporation; Clarion Corporation of
Barnes & Thornburg LLP	Michael K. McCrory	11 S. Meridian Street		Indianapolis	IN	46204		317-236-1313	317-231-7433	michael.mccrory@btlaw.com	America Counsel to Armada Rubber
											Manufacturing Company, Bank of America Leasing & Leasing & Capital, LLC, & AutoCam
Barnes & Thornburg LLP	Patrick E. Mears	171 Monroe Avenue NW	Suite 1000	Grand Rapids	MI	49503		616-742-3936	616-742-3999	pmears@btlaw.com	Corporation
Barnes & Thornburg LLP	Sarah Quinn Kuhny	600 1st Source Bank Center	100 North Michigan	South Bend	IN	46601		574-233-1171	574-237-1125	sarah.kuhny@btlaw.com	Counsel to Bank of America, N.A.
Barnes & Thornburg LLP	Wendy D. Brewer	11 S. Meridian Street		Indianapolis	IN	46204		317-236-1313	317-231-7433	wendy.brewer@btlaw.com	Counsel to Gibbs Die Casting Corporation Counsel to Iron Mountain
Bartlett Hackett Feinberg P.C.	Frank F. McGinn	155 Federal Street	9th Floor	Boston	MA	02110		617-422-0200	617-422-0383	ffm@bostonbusinesslaw.com	Information Management, Inc.
Beeman Law Office	Thomas M Beeman	33 West 10th Street	Suite 200	Anderson	IN	46016		765 640 1220	765 640 1222	tom@beemanlawoffice.com	Counsel to Madison County (Indiana) Treasurer
Deeman Law Office	THOMAS IVI Deeman	33 West Tolli Sileet	Suite 200	Anderson	IIN	40010		700-040-1330	700-040-1332	tome beemaniawonice.com	(indiana) freasurer
Bernstein Litowitz Berger &											Counsel to Teachers Retirement System of Oklahoma; Public Employes's Retirement System of Mississippi; Raifeisen Kapitalanlage-Gesellschaft m.b.H
Grossman	Hannah E. Greenwald	1285 Avenue of the Americas		New York	NY	10019		212-554-1411	2125541444	hannah@blbglaw.com	and Stichting Pensioenfords ABP
Berry Moorman P.C.	James P. Murphy	535 Griswold	Suite 1900	Detroit	MI	48226		313-496-1200	313-496-1300	murph@berrymoorman.com	Counsel to Kamax L.P.; Optrex America, Inc.; GKN Sinter Metals, Inc.
Dialogo Darron & Caburah	Kenneth T. Law, Esq.	2600 El Camino Real	Suite 300	Palo Alto	CA	94306		650 957 0500	CEO 404 0700	klaw@bbslaw.com	Counsel to UPS Supply Chain Solutions, Inc
Bialson, Bergen & Schwab	Kenneth T. Law, Esq.	2000 El Camino Real	Suite 300	Paio Ailo	CA	94306		000-007-9000	030-494-2730	Klaw@bbslaw.com	Counsel to UPS Supply Chain
											Solutions, Inc.; Solectron Corporation; Solectron De Mexico
	Lawrence M. Schwab,										SA de CV; Solectron Invotronics; Coherent, Inc.; Veritas Software
Bialson, Bergen & Schwab	Esq.	2600 El Camino Real	Suite 300	Palo Alto	CA	94306		650-857-9500	650-494-2738	lschwab@bbslaw.com	Corporation
Bialson, Bergen & Schwab	Thomas M. Gaa	2600 El Camino Real	Suite 300	Palo Alto	CA	94306		650-857-0500	650_404_2729	tgaa@bbslaw.com	Counsel to Veritas Software Corporation
biaison, beigen a schwab	THOMAS IVI. Gaa	2000 El Callillo Real	Julie 300	r alu Allu	OA .	34300		000-001-9000	050-494-2730	iyaa@DDSIdW.COIII	Corporation
											Counsel to Universal Tool &
Bingham McHale LLP	Whitney L Mosby	10 West Market Street	Suite 2700	Indianapolis	IN	46204		317-635-8900	317-236-9907	wmosby@binghammchale.co	Engineering co., Inc. and M.G. Corporation

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COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	COUNTRY	PHONE	FAX	EMAIL	PARTY / FUNCTION
											Counsel to Freudenberg-NOK; General Partnership; Freudenberg- NOK, Inc.; Flextech, Inc.; Vibracoustic de Mexico, S.A. de C.V.; Lear Corporation; American
Bodman LLP	Ralph E. McDowell	100 Renaissance Center	34th Floor	Detroit	MI	48243		313-393-7592	313-393-7579	rmcdowell@bodmanllp.com	Axle & Manufacturing, Inc. Counsel to Marquardt GmbH and
Bond, Schoeneck & King, PLLC	Camille W. Hill	One Lincoln Center	18th Floor	Syracuse	NY	13202		315-218-8000	315-218-8100	chill@bsk.com	Marquardt Switches, Inc.; Tessy Plastics Corp.
Bond, Schoeneck & King, PLLC	Charles J. Sullivan	One Lincoln Center	18th Floor	Syracuse	NY	13202		315-218-8000	315-218-8100	csullivan@bsk.com	Counsel to Diemolding Corporation Counsel to Marquardt GmbH and
Bond, Schoeneck & King, PLLC	Stephen A. Donato	One Lincoln Center	18th Floor	Syracuse	NY	13202		315-218-8000	315-218-8100	sdonato@bsk.com	Marquardt Switches, Inc.; Tessy Plastics Corp; Diemolding Corporation
Boult, Cummings, Conners & Berry, PLC	Austin L. McMullen	1600 Division Street, Suite 700	PO Box 34005	Nashville	TN	37203		615-252-2307	615-252-6307	amcmullen@bccb.com	Counsel to Calsonic Kansei North America, Inc.; Calsonic Harrison Co., Ltd.
Boult, Cummings, Conners & Berry, PLC	Roger G. Jones	1600 Division Street, Suite 700	PO Box 34005	Nashville	TN	37203				rjones@bccb.com	Counsel to Calsonic Kansei North America, Inc.; Calsonic Harrison Co., Ltd.
Brembo S.p.A.	Massimilliano Cini	Administration Department via Brembo 25	24035 Curno BG	Bergamo			Italy	00039-035- 605-529	0039-035-605- 671	massimiliano cini@brembo.it	Creditor
Brown & Connery, LLP	Donald K. Ludman	6 North Broad Street		Woodbury	NJ	08096		856-812-8900	856-853-9933	dludman@brownconnery.com	Counsel to SAP America, Inc.
Buchalter Nemer, A Profesional Corporation	Shawn M. Christianson	333 Market Street	25th Floor	San Francisco	CA	94105-2126	i	415-227-0900	415-227-0770	schristianson@buchalter.com	Counsel to Oracle USA, Inc.; Oracle Credit Corporation
Buchanan Ingersoll & Rooney PC	Mark Pfeiffer	50 S. 16th St Ste 3200		Philadelphia	PA	19102		215-665-8700		mark.pfeiffer@bipc.com	Counsel to ATEL Leasing Corp.
Buchanan Ingersoll & Rooney PC	Mary Caloway	The Brandywine Building	1000 West Street, Suite 1410	Wilmington	DE	19801		302-552-4200	302-552- 4295	mary.caloway@bipc.com	Counsel to Fiduciary Counselors
Buchanan Ingersoll & Rooney PC	Peter S. Russ	620 Eighth Ave	23rd Floor	New York	NY	10018		212-440-4400		peter.russ@bipc.com	Counsel to ATEL Leasing Corp.
Buchanan Ingersoll & Rooney PC	William H. Schorling, Esq.	Two Liberty Place	50 S. 16th St., Ste 3200	Philadelphia	PA	19102		215-665-5326	215-665-8760	william.schorling@bipc.com	Counsel to Fiduciary Counselors
Butzel Long	Bruce L. Sendek	150 W. Jefferson Avenue	Suite 100	Detroit	МІ	48226		313-225-7000	313-225-7080	sendek@butzel.com	Counsel to Reorganized Debtors
Butzel Long	Chester E. Kasiborski, Jr.	150 W. Jefferson Avenue	Suite 100	Detroit	MI	48226		313-225-7000	313-225-7080	kasiborski@butzel.com	Counsel to Reorganized Debtors
Butzel Long	Cynthia J. Haffey	150 W. Jefferson	Suite 100	Detroit	МІ	48226		313-983-7434	313-225-7080	haffey@butzel.com	Counsel to Delphi Corporation
Butzel Long	David J. DeVine	150 W. Jefferson Avenue	Suite 100	Detroit	MI	48226		313-225-7000	313-225-7080	devine@butzel.com	Counsel to Reorganized Debtors
Butzel Long	Donald V. Orlandoni	150 W. Jefferson	Suite 100	Detroit	МІ	48226				orlandoni@butzel.com	Counsel to Delphi Corporation
Butzel Long	Maria Caceres-Boneau	380 Madison Ave	22nd Floor 41000 Woodward	New York	NY	10017				boneau@butzel.com	Counsel to Reorganized Debtors
Butzel Long	Sheldon H. Klein	Stoneridge West	Avenue 41000 Woodward	Bloomfield Hills	MI	48304		248-258-1414	248-258-1439	klein@butzel.com	Counsel to Reorganized Debtors
Butzel Long	Thomas B. Radom	Stoneridge West	Avenue	Bloomfield Hills	МІ	48304		248-258-1413	248-258-1439	radom@butzel.com	Counsel to Reorganized Debtors
Butzel Long Cadwalader Wickersham & Taft	Thomas D. Noonan	150 W. Jefferson Avenue	Suite 100	Detroit	MI	48226				noonan@butzel.com	Counsel to Reorganized Debtors Attorneys for the Audit Committee
LLP	Jeannine D'Amico	1201 F St NW Ste 1100		Washington	DC	20004		202-862-2452	202-862-2400	jeannine.damico@cwt.com	of Dephi Corporation

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DPH Holdings Corp.
Post-Emergence 2002 List

COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	COUNTRY	PHONE	FAX	EMAIL	PARTY / FUNCTION
											Counsel to the Auto Task Force of
Cadwalader Wickersham & Taft	John J. Rapisardi Esq									john.rapisardi@cwt.com	the U.S. Department of the
LLP	Joseph Zujkowski Esq	One World Financial Center		New York	NY	10281		212-504-6000	212-504-6666	joseph.zujkowski@cwt.com	Treasury
										jonathan.greenberg@BASF.C	,
Cahill Gordon & Reindel LLP	Jonathan Greenberg	80 Pine Street		New York	NY	10005		212-701-3000	732-205-6777	OM	Counsel to Engelhard Corporation
Cahill Gordon & Reindel LLP	Kevin Burke	80 Pine Street		New York	NY	10005		212-701-3000	212-378-2167	kburke@cahill.com	Counsel to Engelhard Corporation
		1400 McDonald Investment									Counsel to Brush Engineered
Calfee, Halter & Griswold LLC	Jean R. Robertson, Esq.	Ctr	800 Superior Ave	Cleveland	OH	44114		216-622-8404	216-241-0816	irobertson@calfee.com	materials
											Counsel to Computer Patent
											Annuities Limited Partnership,
											Hydro Aluminum North America,
											Inc., Hydro Aluminum Adrian, Inc.,
											Hydro Aluminum Precision Tubing
											NA, LLC, Hydro Alumunim Ellay
	Darothy II Marinia Diagia									dhriggio@gmail.com	Enfield Limited, Hydro Aluminum
Calinoff & Katz, LLP	Dorothy H. Marinis-Riggio Robert Calinoff	140 East 45th Street	17th Floor	New York	NY	10017		212-826-8800	212-644-5123		Rockledge, Inc., Norsk Hydro Canada, I
Callifoli & Ratz, LLF	Robert Callifor	140 East 45th Street	17111 F1001	New TOIK	INT	10017		212-020-0000	212-044-3123	Icalinon@candkiaw.com	Patent Counsel to Delphi
											Corporation et al., Debtors and
Cantor Colburn LLP	Michael J Rye	20 Church Street	22nd Floor	Hartford	СТ	06103-3207		860-286-2929	860-286-0115	mrye@cantorcolburn.com	Debtors-in-Possession
Cartor Colbani EEI	Wildriger & Trye	20 Grandin Gareet	22110 1 1001	Tiartiora	01	00100 0207		000 200 2020	000 200 0110	iniye edantorodisam.com	Counsel to Bing Metals Group,
	Joseph M Fischer										LLC; Behr America, Inc.; Findlay
Carson Fischer, P.L.C.	Patrick J Kukla	4111 Andover Road	West 2nd Floor	Bloomfield Hills	МІ	48302		248-644-4840		brcy@carsonfischer.com	Industries; Vitec, LLC
,											
										rweisberg@carsonfischer.com	Counsel to Cascade Die Casting
Carson Fischer, P.L.C.	Robert A. Weisberg	4111 Andover Road	West 2nd Floor	Birmingham	MI	48302		248-644-4840	248-644-1832	brcy@carsonfischer.com	Group, Inc.; Behr America, Inc.
											Counsel to STMicroelectronics,
Carter Ledyard & Milburn LLP	Aaron R. Cahn	2 Wall Street		New York	NY	10005		212-732-3200	212-732-3232	cahn@clm.com	Inc.
											Counsel to EagleRock Capital
Chadbourne & Parke LLP	Douglas Deutsch, Esq.	30 Rockefeller Plaza		New York	NY	10112		212-408-5100	212-541-5369	ddeutsch@chadbourne.com	Management, LLC
											Counsel to 1st Choice Heating &
											Cooling, Inc.; BorgWarner Turbo
											Systems Inc.; Metaldyne
Clark Hill PLC	Joel D. Applebaum	500 Woodward Avenue	Suite 3500	Detroit	MI	48226-3435		313-965-8300	313-965-8252	iapplebaum@clarkhill.com	Company, LLC
											Counsel to BorgWarner Turbo
Clark Hill PLC	Channan Dashu	500 Woodward Avenue	Suite 3500	Detroit	МІ	48226-3435		242 005 0200	242 005 0252	sdeeby@clarkhill.com	Systems Inc.; Metaldyne Company, LLC
CIAIR HIII PLC	Shannon Deeby	500 Woodward Avenue	Suite 3300	Detroit	IVII	40220-3433		313-903-0300	313-903-6232	Sueeby@clarkfilli.com	Counsel to ATS Automation
Clark Hill PLLC	Robert D. Gordon	500 Woodward Avenue	Suite 3500	Detroit	МІ	48226-3435		313-065-8572	313-065-9353	rgordon@clarkhill.com	Tooling Systems Inc.
CIAIR TIIII F LLC	Robert B. Gordon	300 Woodward Avenue	Suite 3300	Detroit	IVII	40220-3433		313-903-0372	313-903-0232	. Igordon @ clarkilli.com	Tooling Systems Inc.
											Counsel to Bear, Stearns, Co. Inc.
											Citigroup, Inc.; Credit Suisse First
											Boston; Deutsche Bank Securities.
											Inc.; Goldman Sachs Group, Inc.;
											JP Morgan Chase & Co.; Lehman
											Brothers, Inc.; Merrill Lynch & Co.;
Cleary, Gottlieb, Steen &											Morgan Stanley & Co., Inc.; UBS
Hamilton LLP	James L. Bromley	One Liberty Plaza		New York	NY	10006				maofiling@cgsh.com	Securities, LLC
Cohen & Grigsby, P.C.	Thomas D. Maxson	11 Stanwix Street	15th Floor	Pittsburgh	PA	15222-1319		412-297-4706	412-209-1837	tmaxson@cohenlaw.com	Counsel to Nova Chemicals, Inc.
											Counsel to International Union,
											United Automobile, Areospace and
	Joseph J. Vitale									jvitale@cwsny.com	Agriculture Implement Works of
Cohen, Weiss & Simon LLP	Babette Ceccotti	330 West 42nd Street		New York	NY	10036		212-356-0238	646-473-8238	bceccotti@cwsny.com	America (UAW)
											Counsel to Floyd Manufacturing
Cohn Birnbaum & Shea P.C.	Scott D. Rosen, Esq.	100 Pearl Street, 12th Floor		Hartford	CT	06103		860-493-2200	860-727-0361	srosen@cb-shea.com	Co., Inc.

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COMPANY	CONTACT	ADDRESSA	ADDRESSA	CITY	CTATE	710	COUNTRY	DUONE	FAV	FMAIL	DARTY / FUNCTION
COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	COUNTRY	PHONE	FAX	EMAIL	PARTY / FUNCTION
Connolly Bove Lodge & Hutz LLP	Jeffrey C. Wisler, Esq.	1007 N. Orange Street	P.O. Box 2207	Wilmington	DE	19899		302-658-9141	302-658-0380	jwisler@cblh.com	Counsel to ORIX Warren, LLC
Coolidge Wall Co. LPA	Ronald S. Pretekin	33 West First Street	Suite 600	Dayton	ОН	45402		937-223-8177	937-223-6705	Pretekin@coollaw.com	Counsel to Harco Industries, Inc.; Harco Brake Systems, Inc.; Dayton Supply & Tool Coompany; Attorneys for Columbia Industrial
Covington & Burling	Susan Power Johnston Aaron R. Marcu	620 Eighth Ave		New York	NY	10018		212 941 1005	646 441 0006	sjohnston@cov.com	Special Counsel to the Debtor
Cox, Hodgman & Giarmarco,	Adion K. Maicu	620 Eigiliii Ave	101 W. Big Beaver	New TOIK	INT	10016		212-641-1005	040-441-9000	S SJOTH STOTE @ COV. COTH	Counsel to Nisshinbo Automotive
P.C.	Sean M. Walsh, Esq.	Tenth Floor Columbia Center		Troy	MI	48084-5280		248-457-7000	248-457-7001	swalsh@chglaw.com	Corporation
Curtin & Heefner, LLP	Daniel P. Mazo	250 N. Pennslyvania Avenue		Morrisville	PA	19067				dpm@curtinheefner.com	Counsel to SPS Technologies, LLC; NSS Technologies, Inc.; SPS Technologies Waterford Company; Greer Stop Nut, Inc.
Curtis, Mallet-Prevost, Colt & Mosle LLP	Cindi Eilbott	101 Park Avenue		New York	NY	10178-0061		212-696-6936	212-697-1555	ceilbott@curtis.com	Counsel to Flextronics International, Inc., Flextronics International USA, Inc.; Multek Flexible Circuits, Inc.; Sheldahl de Mexico S.A.de C.V.; Northfield Acquisition Co.; Flextronics Asia- Pacific Ltd.; Flextronics Technology (M) Sdn. Bhd
modic EE.	Gillar Elibott	To Transcribe		11011 10111		10110 0001		2.2 000 0000	212 001 1000	<u>oomook Coartioloom</u>	Counsel to Relco, Inc.; The
Damon & Morey LLP	William F. Savino	1000 Cathedral Place	298 Main Street	Buffalo	NY	14202-4096		716-856-5500	716-856-5510	wsavino@damonmorey.com	Durham Companies, Inc.
David P. Martin		519 Energy Center Blvd	Ste 1104	Northport	AL	35401		205-343-1771	205-343-1781	davidpmartin@erisacase.com davidpmartin@bellsouth.net	Co-Counsel for David Gargis, Jimmy Mueller, and D. Keith Livingston
Day Pitney LLP	Richard M. Meth	P.O. Box 1945		Morristown	NJ	07962-1945		973-966-6300	973-966-1016	rmeth@daypitney.com	Counsel to Marshall E. Campbell Company
	Ronald S. Beacher									rbeacher@daypitney.com	Counsel to IBJTC Business Credit Corporation, as successor to IBJ Whitehall Business Credit
Day Pitney LLP	Conrad K. Chiu	7 Times Square		New York	NY	10036		212-297-5800	212-916-2940	cchiu@daypitney.com	Corporation
Dechert LLP	Glenn E. Siegel James O. Moore	1095 Avenue of the Americas		New York	NY	10036-6797		212-698-3500	212-698-3599	glenn.siegel@dechert.com james.moore@dechert.com	Counsel for Kensington International Limited, Manchester Securities Corp. and Springfield Associates, LLC
Denso International America, Inc.	Caral Sawa	24777 Denso Drive		Southfield	МІ	48086		240 272 0521	249 250 777	carol sowa@denso-diam.com	Counsel to Denso International America, Inc.
Denso international America, inc.	Caroi Sowa	24/1/ Denso Drive		Southileid	IVII	40000		240-372-0031	240-330-7772	caror sowa@denso-diam.com	America, inc.
DiConza Law, P.C.	Gerard DiConza, Esq.	630 Third Avenue, 7th Floor		New York	NY	10017		212-682-4940	212-682-4942	gdiconza@dlawpc.com	Counsel to Tyz-All Plastics, Inc.; Co-Counsel to Tower Automotive, Inc.
Dinsmore & Shohl LLP	John Persiani	1900 Chemed Center	255 East Fifth Street	Cincinnati	ОН	45202		513-977-8200	513-077-8141	john.persiani@dinslaw.com	Counsel to The Procter & Gamble Company
DIIISHIOIE & SHOTH LLF	Richard M. Kremen	1300 Chemed Cemer	Sueer	Ciriciiniau	ОП	40202		313-811-0200	313-811-0141	John Persiani @dinsiaw.COM	Company Counsel to Constellation
DLA Piper Rudnick Gray Cary US LLP		The Marbury Building	6225 Smith Avenue	Baltimore	Maryland	21209-3600		410-580-3000	410-580-3001	richard.kremen@dlapiper.com	NewEnergy, Inc. & Constellation NewEnergy - Gas Division, LLC
Drinker Biddle & Reath LLP	Andrew C. Kassner	18th and Cherry Streets		Philadelphia	PA	19103		215-988-2700	215-988-2757	andrew.kassner@dbr.com	Counsel to Penske Truck Leasing Co., L.P.

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COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	COUNTRY	PHONE FAX	EMAIL	PARTY / FUNCTION
										Counsel to NDK America,
										Inc./NDK Crystal, Inc.; Foster
										Electric USA, Inc.; JST
										Corporation; Nichicon (America)
										Corporation; Taiho Corporation of
										America; American Aikoku Alpha,
										Inc.; Sagami America, Ltd.; SL
L		744 5 100	0 '4 4000			07400		070 404 0000 070 404 00		America, Inc./SL Tennessee, LLC;
Duane Morris LLP	Joseph H. Lemkin	744 Broad Street	Suite 1200	Newark	NJ	07102		973-424-2000 973-424-20	01 jhlemkin@duanemorris.com	and Hosiden America Corporation
										Counsel to ACE American
L		00.0 11.4711.01		DI 11 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1		10100		045 070 4400 045 000 00		Insurance Company and Pacific
Duane Morris LLP	Lewis R Olshin Esq	30 South 17th Street		Philadelphia	PA	19103		215-979-1129 215-689-36	22 Olshin@duanemorris.com	Employers Insurance Company
										Counsel to ACE American
									dmdelphi@duanemorris.com	Insurance Company and Pacific
Duane Morris LLP	Margery N. Reed, Esq.	30 South 17th Street		Philadelphia	PA	19103-4196		215-979-1000 215-979-10	20 mreed@duanemorris.com	Employers Insurance Company
										Counsel to ACE American
									wmsimkulak@duanemorris.co	
Duane Morris LLP	Wendy M. Simkulak, Esq.	30 South 17th Street		Philadelphia	PA	19103-4196		215-979-1547 215-689-49	51 <u>m</u>	Employers Insurance Company
Dykema Gossett PLLC	Douglas S Parker	39577 Woodward Ave	Suite 300	Bloomfield Hills	МІ	48304		248-203-0703 248-203-07	63 dparker@dvkema.com	Counsel for Federal Screw
Electronic Data Systems										Representattive for Electronic
Corporation	Ayala Hassell	5400 Legacy Dr.	Mail Stop H3-3A-05	Plano	TX	75024		212-715-9100 212-715-80	00 ayala.hassell@eds.com	Data Systems Corporation
Ellenberg, Ogier, Rothschild &	,	3,								
Rosenfeld, P.C.	Barbara Ellis-Monro	170 Mitchell Street, SW		Atlanta	GA	30303		404-581-3818 404-526-88	55 bem@eorrlaw.com	Counsel to Southwire Company
										Assistant General Counsel to
Entergy Services, Inc.	Alan H. Katz	639 Loyola Ave 26th FI		New Orleans	LA	70113			akatz@entergy.com	Entergy Services, Inc
Epstein Becker & Green PC	Maura I. Russell Anthony B. Stumbo	250 Park Ave	11th Floor	New York	NY	10177-1211		212-351-4500 212-661-09		Counsel to SPCP Group LLC as agent for Silver Point Capital Fund LP and Silver Point Capital Offshore Fund Ltd
Ettelman & Hochheiser, P.C.	Gary Ettelman	c/o Premium Cadillac	77 Main Street	New Rochelle	NY	10801		516-227-6300 516-227-63	07 gettelman@e-hlaw.com	Counsel to Jon Ballin
										Counsel to CoorsTek, Inc.; Corus,
Faegre & Benson LLP	Elizabeth K. Flaagan	3200 Wells Fargo Center	1700 Lincoln St	Denver	CO	80203-4532		303-607-3694	eflaagan@faegre.com	L.P.
	Louis A. Scarcella								Iscarcella@farrellfritz.com	Counsel to Official Committee of
Farrell Fritz PC	Patrick T. Collins	1320 RexCorp Plaza		Uniondale	NY	11556-1320		516-227-0700 516-227-07	77 pcollins@farrellfritz.com	Equity Holders
	Charles J. Filardi, Jr.,									Counsel to Federal Express
Filardi Law Offices LLC	Esq.	65 Trumbull Street	Second Floor	New Haven	CT	06510		203-562-8588 866-890-30	61 <u>charles@filardi-law.com</u>	Corporation
Finkel Goldstein Rosenbloom &										Counsel to Pillarhouse (U.S.A.)
Nash LLP	Ted J. Donovan	26 Broadway	Suite 711	New York	NY	10004			36 tdonovan@finkgold.com	Inc.
Foley & Lardner LLP	Ann Marie Uetz	500 Woodward Avenue	Suite 2700	Detroit	MI	48226-3489		313-234-7100 313-234-28		Counsel to PBR Tennessee
Foley & Lardner LLP	Jill L. Murch	321 North Clark Street	Suite 2800	Chicago	IL	60610-4764		312-832-4500 312-832-47	00 <u>imurch@foley.com</u>	Counsel to Kuss Corporation
			500 Woodward Ave							
Foley & Lardner LLP	John A. Simon	One Detroit Center	Suite 2700	Detroit	MI	48226-3489		313-234-7100 313-234-28		Counsel to Ernst & Young LLP
	John R. Trentacosta								itrentacosta@foley.com	
Foley & Lardner LLP	Katherine R. Catanese	500 Woodward Avenue	Suite 2700	Detroit	MI	48226-3489		313-234-7100 313-234-28	00 kcatanese@foley.com	Counsel to Kautex Inc.
										Counsel to M&Q Plastic Products
Fox Rothschild LLP	Brian Isen	1301 Atlantic Avenue		Atlantic City	NJ	08401		609-348-2294 609-348-68	34 <u>bisen@foxrothschild.com</u>	L.P.
										Counsel to M&Q Plastic Products,
Fox Rothschild LLP	Fred Stevens	100 Park Avenue	15th Floor	New York	NY	10017		212-878-7900 212-682-42	18 fstevens@foxrothschild.com	Inc.
Frederick T. Rikkers		419 Venture Court	P.O. Box 930555	Verona	WI	53593		608-848-6350 608-848-63	57 ftrikkers@rikkerslaw.com	Counsel to Southwest Metal Finishing, Inc.
			201 East Fifth							
Frost Brown Todd LLC	Ronald E. Gold	2200 PNC Center	Street	Cincinnati	ОН	45202-4182		513-651-6156	rgold@fbtlaw.com	Counsel to AKS Receivables, LLC

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COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	COUNTRY	PHONE	FAX	EMAIL	PARTY / FUNCTION
											Counsel to Southwest Research
											Institute
Fulbright & Jaworski LLP	David A Rosenzweig	666 Fifth Avenue		New York	NY	10103-3198		212-318-3000	212-318-3400	drosenzweig@fulbright.com	Attorney for Solvay Fluorides, LLC
E II					T)/	70005		040 004 5575	040 070 7005		Counsel to Southwest Research
Fulbright & Jaworski LLP Genovese Joblove & Battista,	Michael M Parker	300 Convent St Ste 2200		San Antonio	TX	78205		210-224-5575	210-270-7205	mparker@fulbright.com	Institute Counsel to Ryder Integrated
P.A.	David C. Cimo	100 S.E. 2nd Street	Suite 4400	Miami	FL	33131		305-349-2300	305-349-2310	dcimo@gjb-law.com	Logistics, Inc.
Gibbons P.C.	David N. Crapo	One Gateway Center		Newark	NJ	07102-5310		973-596-4523	973-639-6244	dcrapo@gibbonslaw.com bhoover@goldbergsegalla.co	Counsel to Epcos, Inc.
Goldberg Segalla LLP	Attn Bruce W Hoover	665 Main St Ste 400		Buffalo	NY	14203		716-566-5400	716-566-5401		Attorneys for MasTec Inc.
Columbia Cogalia EE	/ turn Brade TV Free Ter	Coo main of oto 100		Zanaio		1.200		1.10 000 0.100		<u></u>	Counsel to Delphi Automotive
	Bruce W Hoover Richard									bhoover@goldbergsegalla.co	Systems, LLC, succesor in interest
Goldberg Segalla LLP	A Braden	665 Main St Ste 400		Buffalo	NY	14203		716-566-5400	716-566-5401	1 <u>m</u>	to DPH Holdings Corp.
											Counsel to International Brotherood of Electrical Workers
											Local Unions No. 663;
											International Association of
											Machinists; AFL-CIO Tool and Die
											Makers Local Lodge 78, District
											10; International Union of Operating Engineers Local Union
Gorlick, Kravitz & Listhaus, P.C.	Barbara S. Mehlsack	17 State Street	4th Floor	New York	NY	10004		212-269-2500	212-269-2540	bmehlsack@gkllaw.com	Nos. 18, 101 and 832
, , , , , , , , , , , , , , , , , , , ,											.,
Goulston & Storrs, P.C.	Peter D. Bilowz	400 Atlantic Avenue		Boston	MA	02110-333		617-482-1776	617-574-4112	2 pbilowz@goulstonstorrs.com	Counsel to Thermotech Company
											Counsel to Teachers Retirement
											System of Oklahoma; Public
											Employes's Retirement System of
											Mississippi; Raifeisen
Grant & Eisenhofer P.A.	James J Sabella	485 Lexington Ave		New York	NY	10017		646-722-8520	302-622-7100) jsabella@gelaw.com	Kapitalanlage-Gesellschaft m.b.H and Stichting Pensioenfords ABP
Grant & Elsenholer F.A.	James o Gabella	400 Lexington Ave		IVOW TOIR	141	10017		040-722-0320	302-022-7100	Jabella & gelaw.com	and ottenting i ensidemoras ADI
											Counsel to Teachers Retirement
											System of Oklahoma; Public
											Employes's Retirement System of
											Mississippi; Raifeisen Kapitalanlage-Gesellschaft m.b.H
Grant & Eisenhofer P.A.	Jav W. Eisenhofer	45 Rockefeller Center	650 Fifth Avenue	New York	NY	10111		212-755-6501	212-755-6503	B jeisenhofer@gelaw.com	and Stichting Pensioenfords ABP
	,							32 223.	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,		3
											Counsel to International
											Brotherood of Electrical Workers
											Local Unions No. 663; International Association of
											Machinists; AFL-CIO Tool and Die
Gratz, Miller & Brueggeman, S.C	. Matthew R. Robbins	1555 N. RiverCenter Drive	Suite 202	Milwaukee	WI	53212		414-271-4500	414-271-6308	mrr@previant.com	Makers Local Lodge 78, District 10
											Counsel to Grote Industries;
	J. Michael Debbler,										Batesville Tool & Die; PIA Group;
Graydon Head & Ritchey LLP	Susan M. Argo	1900 Fifth Third Center	511 Walnut Street	Cincinnati	OH	45202				mdebbeler@graydon.com	Reliable Castings
Greenberg Traurig, LLP Greenberg Traurig, LLP	Maria J. DiConza Shari L. Heyen	MetLife Bldg 1000 Louisiana	200 Park Avenue Suite 1800	New York Houston	NY TX	10166 77002		212-801-9200 713-374-3500			Counsel to Samtech Corporation Counsel to Samtech Corporation
Greensfelder, Hemker & Gale,	Cherie Macdonald	1000 LUUISIAIIA	Suite 1000	i iousion	1/	11002	<u> </u>	113-314-3300	110-014-0000	ckm@greensfelder.com	Course to Samtech Corporation
P.C.	J. Patrick Bradley	10 S. Broadway	Suite 200	St. Louis	MO	63102		314-241-9090	314-241-8624		Counsel to ARC Automotive, Inc.
											Counsel to Casco Products, a Unit
	Lawrence E Oscar	000 B 11' 0	0 11 0000		011			040 001 5155	040 0 : : = = =	leoscar@hahnlaw.com	of Sequa Corporation and ARC
Hahn Loeser & Parks LLP	Christopher W Peer	200 Public Square	Suite 2800	Cleveland	ОН	44114		216-621-0150	216-241-2824	cpeer@hahnlaw.com	Automotive, Inc.

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COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	COUNTRY	PHONE	FAX	EMAIL	PARTY / FUNCTION
	Alan D. Halperin									cbattaglia@halperinlaw.net ahalperin@halperinlaw.net	Counsel to Pacific Gas Turbine Center, LLC and Chromalloy Gas
Halperin Battaglia Raicht, LLP	Christopher J.Battaglia Julie D. Dyas	555 Madison Avenue	9th Floor	New York	NY	10022		212-765-9100	212-765-0964	idyas@halperinlaw.net	Turbine Corporation; ARC Automotive, Inc
Hancock & Estabrook LLP	R John Clark Esq	1500 Tower I	PO Box 4976	Syracuse	NY	13221-4976		315-471-3151	315-471-3167	riclark@hancocklaw.com	Counsel to Alliance Precision Plastics Corporation
Harrington, Dragich & O'Neill PLLC	David G Dragich	21043 Mack Avenue		Grosse Pointe Woods	МІ	48236		313-886-4550	313-221-9612	ddragich@hdolaw.com	Counsel to Intermet Corporation
Harris D. Leinwand	Harris D. Leinwand	315 Madison Avenue	Suite 901	New York	NY	10017		212-725-7338	212-244-6219	hleinwand@aol.com	Counsel to Baker Hughes Incorporated; Baker Petrolite Corporation
Haskell Slaughter Young & Rediker LLC	Robert H. Adams	2001 Park Place North	Suite 1400	Birmingham	AL	35203		205-251-1000		rha@hsy.com	Counsel to Simco Construction, Inc.
Haynes and Boone, LLP	Judith Elkin	153 East 53rd Street	Suite 4900	New York	NY	10022		212-659-7300	212-918-8989	judith.elkin@haynesboone.co m	Counsel to Highland Capital Management, L.P.
,	Lenard M. Parkins		1221 McKinney,							lenard.parkins@haynesboone. com kenric.kattner@haynesboone.c	Counsel to Highland Capital
Haynes and Boone, LLP	Kenric D. Kattner	1 Houston Center	Suite 2100	Houston	TX	77010		713-547-2000	713-547-2600	<u>om</u>	Management, L.P. Counsel to Canon U.S.A., Inc. and
Herrick, Feinstein LLP	Paul Rubin	2 Park Avenue		New York	NY	10016		212-592-1448	212-545-3360	prubin@herrick.com	Schmidt Technology GmbH Counsel to Hewlett-Packard
Hewlett-Packard Company	Kenneth F. Higman	2125 E. Katella Avenue	Suite 400	Anaheim	CA	92806		714-940-7120	740-940-7539	ken.higman@hp.com	Company
Hewlett-Packard Company	Ramona S. Neal	11311 Chinden Blvd., M/S 314		Boise	ID	83714-0021		208-396-6484	208-396-3958	Ramona.neal@hp.com	Counsel to Hewlett-Packard Company
Hewlett-Packard Company	Sharon Petrosino	420 Mountain Avenue		Murray Hill	NJ	07974				sharon.petrosino@hp.com	Counsel to Hewlett-Packard Financial Services Company
Hinckley Allen & Snyder LLP	Michael J Pendell	185 Asylum St CityPlace I	35th Floor	Hartford	CT	06103-3488		860-725-6200	860-278-3802	mpendell@haslaw.com echarlton@hiscockbarclav.co	Counsel to Barnes Group, Inc.
Hiscock & Barclay, LLP	J. Eric Charlton	300 South Salina Street	PO Box 4878	Syracuse	NY	13221-4878		315-425-2716	315-425-8576		Counsel to GW Plastics, Inc.
Hodgson Russ LLP	Garry M. Graber	The Guaranty Building	140 Pearl Street, Suite 100	Buffalo	NY	14202-4040		716-856-4000	716-849-0349	ggraber@hodgsonruss.com	Counsel to Hexcel Corporation; Unifrax I LLC f/k/a Unifrax Corporation
Hodgson Russ LLP	James C. Thoman	The Guaranty Building	140 Pearl Street, Suite 100	Buffalo	NY	14202-4040		716-856-4000	716-849-0349	ithoman@hodgsonruss.com	Counsel to Unifrax I LLC f/k/a Unifrax Corporation
Hogan & Hartson L.L.P.	Audrey Moog	Columbia Square	555 Thirteenth Street, N.W.	Washington	D.C.	20004-1109				amoog@hhlaw.com	Counsel to Umicore Autocat Canada Corp.
Hogan & Hartson L.L.P.	Edward C. Dolan	Columbia Square	555 Thirteenth Street, N.W.	Washington	D.C.	20004-1109		202-637-5677	202-637-5910	ecdolan@hhlaw.com	Counsel to Umicore Autocat Canada Corp.
Hogan & Hartson L.L.P.	Scott A. Golden	875 Third Avenue		New York	NY	10022		212-918-3000	212-918-3100	sagolden@hhlaw.com	Counsel to XM Satellite Radio Inc.
Hogan Lovells US LLP	Matthew P Morris	875 Third Avenue		New York	NY	10022		212-918-3000		matthew.morris@hoganlovells. com	Counsel to TESA AG
Honigman, Miller, Schwartz and Cohn, LLP	Donald T. Baty, Jr.	2290 First National Building	660 Woodward Avenue	Detroit	МІ	48226		313-465-7314	313-465-7315	dbaty@honigman.com	Counsel to Fujitsu Ten Corporation of America

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COMPANY	CONTACT	ADDRESS1									
		ADDITIEGO	ADDRESS2	CITY	STATE	ZIP	COUNTRY	PHONE	FAX	EMAIL	PARTY / FUNCTION
											Counsel to Valeo Climate Control
											Corp.; Valeo Electrical Systems,
											Inc Motors and Actuators
											Division; Valeo Electrical Systems,
Honigman, Miller, Schwartz and			660 Woodward								Inc Wipers Division; Valeo
	Todd Sable	2290 First National Building	Avenue	Detroit	MI	48226		313-465-7548	313-465-7549	tsable@honigman.com	Switches & Detection System, Inc.
Honigman, Miller, Schwartz and	. odd oddio	ZZCC i net i tanenai Zananig	660 Woodward	201.011		.0220		0.0 .00 .0.0	0.00.00.00	todate Criefing manifestin	Counsel to Affina Group Holdings
	V. Winsten, Esq.	2290 First National Building	Avenue	Detroit	МІ	48226		313-465-7608	313-465-7609	iww@honigman.com	Inc.
,	, .,	3									Attorneys for Guide Corporation
Honigman, Miller, Schwartz and											and Lightsource Parent
Cohn, LLP Law	vrence J. Murphy	2290 First National Building	660 Woodward Ave	Detroit	MI	48226		313-465-7488	313-465-7489	Imurphy@honigman.Com	Corporation
Honigman, Miller, Schwartz and	' '		660 Woodward								Counsel for Valeo Climate Control
Cohn, LLP Seth	th A Drucker	2290 First National Building	Avenue Ste 2290	Detroit	MI	48226		313-465-7626	313-465-7627	sdrucker@honigman.com	Corp.
										Igretchko@howardandhoward.	Intellectual Property Counsel for
Howard & Howard Attorneys PC Lisa	a S Gretchko	39400 Woodward Ave	Ste 101	Bloomfield Hills	MI	48304-5151		248-723-0396	248-645-1568	com	Delphi Corporation, et al.
			1700 Canton								Counsel to ZF Group North
Hunter & Schank Co. LPA John	nn J. Hunter	One Canton Square	Avenue	Toledo	OH	43624		419-255-4300	419-255-9121	jrhunter@hunterschank.com	America Operations, Inc.
	ven T. Holmes	Energy Plaza, 30th Floor	1601 Bryan Street	Dallas	TX	75201		214-979-3000	214-880-0011	sholmes@hunton.com	Counsel to RF Monolithics, Inc.
	n E. Evanko	1300 Liberty Building		Buffalo	NY	14202				aee@hurwitzfine.com	Counsel to Jiffy-Tite Co., Inc.
Ice Miller Ben	n T. Caughey	One American Square	Box 82001	Indianapolis	IN	46282-0200		317-236-2100	317-236-2219		Counsel to Sumco, Inc.
										henry.efroymson@icemiller.co	
Ice Miller LLP Hen	nry A. Efroymson	One American Square	29th Floor	Indianapolis	IN	46482		317-236-2397	317-592-4643	<u>m</u>	Counsel to Fin Machine Co. Ltd
											General Counsel & Vice President
Infineon Technologies North										2	for Infineon Technologies North
America Corporation Gree	eg Bibbes	1730 North First Street	M/S 11305	San Jose	CA	95112		408-501-6442	408-501-2488	greg.bibbes@infineon.com	America Corporation
											Global Account Manager for
Infineon Technologies North		0500 0	0 % 11	12.1		40000		705 454 0440	705 450 0000	. "	Infineon Technologies North
America Corporation Jeff	f Gillespie	2529 Commerce Drive	Suite H	Kokomo	IN	46902		765-454-2146	765-456-3836	jeffery.gillispie@infineon.com	America
											Counsel to International
											Brotherood of Electrical Workers
											Local Unions No. 663;
											International Association of
											Machinists; AFL-CIO Tool and Die
											Makers Local Lodge 78, District
International Union of Operating											10; International Union of Operating Engineers Local Union
	hard Griffin	1125-17th Avenue, N.W.		Washington	DC	20036		202 420 0400	202 770 2644	rgriffin@iuoe.org	Nos. 18, 101 and 832
Engineers	naru Griilin	1125-17th Avenue, N.W.		vvasnington	DC	20036		202-429-9100	202-776-2041	rgninin@iuoe.org	NOS. 16, 101 and 632
						1					Counsel to Constellation
Jackson Walker LLP Bruc	ice J. Ruzinsky	1401 McKinney St Ste 1900		Houston	TX	77010		713-751-4200	713-752-4221	bruzinsky@jw.com	NewEnergy, Inc.
Jacksoff Walker LEF Blue	ice J. Ruzilisky	1401 WcKilliley St Ste 1900		Tioustori	1.7	77010		713-731-4200	713-732-4221	Družiriský @jw.com	Counsel to Constellation
Jackson Walker LLP Hea	ather M. Forrest	901 Main St Ste 600		Dallas	TX	75202		214-053-6000	214-053-5922	hforrest@jw.com	NewEnergy, Inc.
Jacksoff Walker LLF Tiea	attiet W. i Oliest	901 Wall St Ste 000		Dallas	1.7	73202		214-955-0000	214-933-3022	morrest@jw.com	Counsel to Port City Die Cast and
James R Scheuerle Parr	rmenter O'Toole	601 Terrace Street	PO Box 786	Muskegon	MI	49443-0786		231-722-1621	231-728-2206	JRS@Parmenterlaw.com	Port City Group Inc
	l Schultz, General	OUT TETTACE STICET	1 O DOX 700	Musicegon	IVII	43443-0700		231-722-1021	231-720-2200	orcoer annentenaw.com	General Counsel to Jason
	unsel	411 E. Wisconsin Ave	Suite 2120	Milwaukee	WI	53202		414-277-2110	111-277-0115	wschultz@jasoninc.com	Incorporated
dason, me.	unsci	TT L. WISCONSIII AVE	Outle 2120	WillWaukee	***	33202		414-277-2110	717-277-3773	W3CHUILZ @ JUSOFIII IC.COM	Counsel to SPX Corporation
						1					(Contech Division), Alcan Rolled
						1					Products-Ravenswood, LLC.
Jenner & Block LLP Ron	nald R. Peterson	One IBM Plaza		Chicago	IL	60611		312-222-0350	312-8/0-7391	rpeterson@jenner.com	Tenneco Inc. and Contech LLC
	naid IV. FEIGISUII	OTIO IDIVI FIAZA	1	Ornoayo	1-	00011		012-222-3330	012-040-1301	ibereranii@leiiiei.coiii	
Johnston, Harris Gerde &											Counsel to Peggy C. Brannon, Bay

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DPH Holdings Corp.
Post-Emergence 2002 List

	COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	COUNTRY	PHONE	FAX	EMAIL	PARTY / FUNCTION
April Pert												· ·
		Peter J. Benvenutti									pjbenvenutti@jonesday.com	Corporation, Successor-in-Interest
Karry Karpe 4 Varia Sirver 12th Floor New York NY 1005 212-461-250 Manage Statements on Counted to TRIA Opporation National Parcel Services New York NY 1002-2566 312-402-2500 312-577-473 stin support Statements on Counted to TRIA Opporation National Parcel Services New York NY 1022-2566 312-402-2500 312-577-473 stin support Statements on Counted to TRIA Opporation National Parcel Services New York NY 1022-2566 312-402-2500 312-577-473 stin support Statements on Counted to Pethyl Forthogram National Parcel Services New York NY 1022-2566 312-402-2500 212-588-6806 stockle Statements on Counted to Pethyl Forthogram National Parcel Services National	Jones Day	Michaeline H. Correa	555 California St 26th Floor		San Francisco	CA	94104		415-626-3939	415-875-5700	mcorrea@jonesday.com	
Counted to Toth Corporation	Karel S. Karpe P.C. d/b/a											·
Chicago L. Chicago State	KarpeLaw	Karel S. Karpe	44 Wall Street	12th Floor	New York	NY	10005		212-461-2250		kkarpe@karpelaw.com	Counsel to United Parcel Service
State	•	·										Counsel to TDK Corporation
Common C												America and MEMC Electronic
Now York	Katten Muchin Rosenman LLP	John P. Sieger, Esq.	525 West Monroe Street		Chicago	IL	60661		312-902-5200	312-577-4733	john.sieger@kattenlaw.com	Materials, Inc.
Korler Rohrback LL.P. Same Ro												Counsel to InPlay Technologies
PA	Kaye Scholer LLP	Richard G Smolev	425 Park Avenue		New York	NY	10022-3598		212-236-8000	212-836-8689	rsmolev@kayescholer.com	Inc
Coursel to Neal Flock, Greg Barrell, Donald McKery, Internal Policy McKery, Internal Policy, Interna	Kegler, Brown, Hill & Ritter Co.,											Counsel to Solution Recovery
Barrell, Donald McEvey, Ireno Polic, and Thomas Kessler, on both of themselves and a class of Batellerorhands.com Carl Campen Laufenberg (Batellerorhands.com Carl Carl Carl Carl Carl Carl Carl Carl		Kenneth R. Cookson	65 East State Street	Suite 1800	Columbus	ОН	43215		614-426-5400	614-464-2634	kcookson@keglerbrown.com	,
Barrell, Donald McEvey, Ireno Polic, and Thomas Kessler, on both of themselves and a class of Batellerorhands.com Carl Campen Laufenberg (Batellerorhands.com Carl Carl Carl Carl Carl Carl Carl Carl												
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Lynn Lincolin Sarko Car Campen Laudenberg Keiler Rohrback L.L.P. Erin M. Rily 1201 Third Avenue Suite 3200 Seattle WA 98101 206-623-1900 206-623-1900 206-623-3844 206-623-1900 206-623-3844 206-623-1900 206-623-3844 207-206-223-3844 208-208-208-208-208-208-208-208-208-208-											lsarko@kellerrohrback.com	- C
Sale Rohrback L.L.P. Gair Campen Laufenberg Keller Rohrback L.L.P. Erin M. Rily 201 Third Avenue Sute 3200 Seattle WA 88101 206-623-3804 Employees in the United States Counsel to Neal Folds, Greg Bartell, Donald McEvoy, Irene Polito, and Thomas Kessier, on behalf of the Delphi Savings Stock Purchase Program for Solaring Employees in the United States on behalf of the Delphi Savings Stock Purchase Program for Solaring Employees in the United States of persons similarly stutated, and on behalf of the Delphi Savings Stock Purchase Program for Solaring Employees in the United States of persons similarly stutated, and on behalf of the Delphi Savings Stock Purchase Program for Solaring Employees in the United States Sold Program for Solaring Employees in the United States Solaring Employees Sol		Lynn Lincoln Sarko										
Keller Rohrback LL.P. Enn M. Rily 1201 Third Avenue Suite 3200 Seattle WA 8101 206-623-31900 206-623-3384 counsel to Neal Focks, Corg Bartell, Dorald McEvory, Irene Polito, and Thomas Kessler, on behalf of themselves and a no behalf of the pelvis seals of persons similarly studed, and no behalf of the pelvis seals of persons a no behalf of the pelvis seals of persons a no behalf of the pelvis seals of persons a no behalf of the Delvis Seals of persons a no behalf of the Delvis Seals of persons a no behalf of the Delvis Seals of persons a no behalf of the Delvis Seals of persons a no behalf of the Delvis Seals of persons a no behalf of the Delvis Seals of persons a no behalf of t		,									om	
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Relier Rohrback P.L.C. Gary A. Gotto National Bank Plaza Avenue Suite 900 Keller Rohrback P.L.C. Gary A. Gotto National Bank Plaza Avenue Suite 900 Kelley Drye & Warren, LLP Craig A. Wolfe 101 Park Avenue New York NY 10178 212-808-7800 000 Kelley Drye & Warren, LLP Merrill B. Stone 101 Park Avenue New York NY 10178 212-808-7800 000 Kennedy, Jennick & Murray Susan M. Jennik 113 University Place 7th Floor New York NY 10003 212-358-1500 212-358-0207 sennik @kmlabor, com America Communications Workers of Kernedy, Jennick & Murray Thomas Kennedy 113 University Place 7th Floor New York NY 10003 212-358-1500 212-358-0207 sennik @kmlabor, com America Communications Workers of America Susanda Polarica Coli, Inc. Kerr Russall & Wester PLC James E DeLine & Sou Woodward Avenue Suite 2500 Detroit MI 48226 313-961-0200 313-961-0308 [ed-kirklanda com Counsel to Ponitiae Coli, Inc. Kirklanda & Ellis LLP H. Slayton Dabney, Jr. 1185 Avenue of the Americas New York NY 10036 212-556-2100 212-556-2200 20018-100 2000 20018-100 20018-100 20018-100 20018-100 20018-100	Relief Roffback L.L.F.	EIIII W. Kily	1201 Tillia Averlue	Suite 3200	Seattle	VVA	96101		200-023-1900	200-023-3364	enley@kellerroniback.com	Employees in the Officed States
Relier Rohrback P.L.C. Gary A. Gotto National Bank Plaza Avenue Suite 900 Keller Rohrback P.L.C. Gary A. Gotto National Bank Plaza Avenue Suite 900 Kelley Drye & Warren, LLP Craig A. Wolfe 101 Park Avenue New York NY 10178 212-808-7800 000 Kelley Drye & Warren, LLP Merrill B. Stone 101 Park Avenue New York NY 10178 212-808-7800 000 Kennedy, Jennick & Murray Susan M. Jennik 113 University Place 7th Floor New York NY 10003 212-358-1500 212-358-0207 sennik @kmlabor, com America Communications Workers of Kernedy, Jennick & Murray Thomas Kennedy 113 University Place 7th Floor New York NY 10003 212-358-1500 212-358-0207 sennik @kmlabor, com America Communications Workers of America Susanda Polarica Coli, Inc. Kerr Russall & Wester PLC James E DeLine & Sou Woodward Avenue Suite 2500 Detroit MI 48226 313-961-0200 313-961-0308 [ed-kirklanda com Counsel to Ponitiae Coli, Inc. Kirklanda & Ellis LLP H. Slayton Dabney, Jr. 1185 Avenue of the Americas New York NY 10036 212-556-2100 212-556-2200 20018-100 2000 20018-100 20018-100 20018-100 20018-100 20018-100												Coursel to Neel Folely Cree
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Keller Rohrback P.L.C. Gary A. Gotto National Bank Plaza Avenue, Suite 900 Phoenix AZ 85012 602-248-0088 602-248-0282 gootto® kellerrohrback.com Salving Elmployees in the United States and the Delphi Personal Savings Plan for Hourly-Rate Employees (Marger Plan Hourly-Rate Employees) Replayees												
Keller Rohrback P.L.C. Gary A. Gotto National Bank Plaza Avenue, Suite 900 New York NY 10178 212-808-7800 Merrill B. Stone Merrill B. Stone 101 Park Avenue New York NY 10178 212-808-7800 Merrill B. Stone 101 Park Avenue New York NY 10178 212-808-7800 Merrill B. Stone 101 Park Avenue New York NY 10178 212-808-7800 Merrill B. Stone 101 Park Avenue New York NY 10178 212-808-7800 Merrill B. Stone New York NY 1003 212-358-1500 212-358-0207 Merrill B. Stone New York NY 1003 212-358-1500 Merrill B. Stone New York NY 1003 212-358-1500 Merrill B. Stone New York NY 1003 Merrill B.												
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Keller Rohrback P.L.C. Gary A. Gotto National Bank Plaza Avenue, Suite 900 Phoenix AZ 85012 602-248-0088 602-248-2822 Gootto @ kellerrohrback.com Employees in the United States Counsel to the Pension Benefit Counsel to the Pension Benefit Guster Avenue Kelley Drye & Warren, LLP Merrill B. Stone 101 Park Avenue New York NY 10178 212-808-7800 Merrill B. Stone 101 Park Avenue New York NY 10178 212-808-7800 Merrill B. Stone 101 Park Avenue New York NY 10178 212-808-7800 Merrill B. Stone Toursel to the Pension Benefit Gustard Corporation Gustard Counsel to the Pension Benefit Gustard Counsel to The International Unit of Electronic, Salaries, Machine and Furniture Workers - Communications Workers of America Kennedy, Jennick & Murray Thomas Kennedy Th												
Keller Rohrback P.L.C. Gary A. Gotto National Bank Plaza Avenue, Suite 900 Phoenix AZ 85012 602-248-0088 602-248-2822 300tto @kellerrohrback.com Savings Plan for Hourly-Rate Employees in the United States Coursel to the Pension Benefit Guaranty Corporation Coursel to The International Unit of Electronic, Salaried, Machine and Furniture Workers - Communications Workers of America Kennedy, Jennick & Murray For Russell & Weber PLC James E. DeLine 500 Woodward Avenue Suite 2500 Detroit MI 48226 313-961-0200 313-961-0308 312-961-0308 312-961-0308 312-961-0308 312-962-0200 Saving Plan for Hourly-Rate Employees in the United States Coursel to The Pension Benefit Guaranty Corporation Coursel to Pension Benefit Guaranty Corporation Sourcel Relievelyee, com Sour												
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Kelley Drye & Warren, LLP Craig A. Wolfe 101 Park Avenue New York NY 10178 212-808-7800 Counsel to the Pension Benefit Guaranty Corporation Counsel to the Pension Benefit Guaranty Corporation Counsel to the Pension Benefit Guaranty Corporation Counsel to the Pension Benefit of Electronic, Salaried, Machine and Furniture Workers - Communications Workers of America Kennedy, Jennick & Murray Kennedy, Jennick & Murray Thomas Kennedy											_	
Kelley Drye & Warren, LLP Craig A. Wolfe 101 Park Avenue New York NY 10178 212-808-7800 Swolfe@kelleydrye.com Guaranty Corporation Counsel to the Pension Benefit Guaranty Corporation Counsel to The International Unit of Electronic, Salaried, Machine and Furniture Workers of America Counsel to The International Unit of Electronic, Salaried, Machine and Furniture Workers of America Counsel to The International Unit of Electronic, Salaried, Machine and Furniture Workers of America Counsel to The International Unit of Electronic, Salaried, Machine and Furniture Workers of America Counsel to The International Unit of Electronic, Salaried, Machine and Furniture Workers of America Counsel to The International Unit of Electronic, Salaried, Machine and Furniture Workers of America Counsel to The International Unit of Electronic, Salaried, Machine and Furniture Workers of America Counsel to The International Unit of Electronic, Salaried, Machine and Furniture Workers of America Kerr Russell & Weber PLC James E. DeLine 500 Woodward Avenue Suite 2500 Detroit MI 48226 313-961-0200 313-961-0308 gwing krylaw.com Counsel to Pontiac Coil, Inc. Counsel to Pontiac Coil, Inc. Kerr Russell & Weber PLC Patrick Warren LLP H. Slayton Dabney, Jr. 1185 Avenue of the Americas New York NY 10036 212-556-2100 212-556-2202 3dabney@kimlabor.com Counsel to KPMG LLP Kirkland & Ellis LLP David Spiegel 300 North LaSalle Chicago Lie 60654 312-862-2000 Counsel to Lunt Mannufacturing	Keller Rohrback P.L.C.	Gary A. Gotto	National Bank Plaza	Avenue, Suite 900	Phoenix	AZ	85012		602-248-0088	602-248-2822	ggotto@kellerrohrback.com	
Kelley Drye & Warren, LLP Merrill B. Stone 101 Park Avenue New York NY 10178 212-808-7800 Merrill B. Stone 101 Park Avenue New York NY 10178 212-808-7800 Merrill B. Stone Counsel to the Pension Benefit Guaranty Corporation Counsel to The International Unit of Electronic, Salaried, Machine and Furniture Workers - Communications Workers of America Counsel to The International Unit of Electronic, Salaried, Machine and Furniture Workers - Communications Workers of America Counsel to The International Unit of Electronic, Salaried, Machine and Furniture Workers - Communications Workers of Kennedy, Jennick & Murray Thomas Kennedy 113 University Place 7th Floor New York NY 10003 212-358-1500 212-358-0207 Ikennedy@kimlabor.com America Counsel to The International Unit of Electronic, Salaried, Machine and Furniture Workers - Communications Workers of America Kerr Russell & Weber PLC James E. DeLine 500 Woodward Avenue Suite 2500 Detroit MI 48226 313-961-0200 313-961-0200 313-961-0388 jed@krwlaw.com Counsel to Pontiac Coil, Inc. King & Spalding, LLP H. Slayton Dabney, Jr. 1185 Avenue of the Americas New York NY 10036 212-556-2100 212-556-2202 3dabney@kirland.com Counsel to KPMG LLP Kirkland & Ellis LLP David Spiegel 300 North LaSalle Counsel to Lunt Mannufacturing												
Kelley Drye & Warren, LLP Merrill B. Stone 101 Park Avenue New York NY 10178 212-808-7800 mstone@kelleydrye.com Guaranty Corporation Counsel to The International Unit of Electronic, Salaried, Machine and Furniture Workers of America Kennedy, Jennick & Murray Susan M. Jennik 113 University Place 7th Floor New York NY 10003 212-358-1500 212-358-0207 signnik@kimlabor.com America Counsel to The International Unit of Electronic, Salaried, Machine and Furniture Workers of America Kennedy, Jennick & Murray Thomas Kennedy 113 University Place 7th Floor New York NY 10003 212-358-1500 212-358-0207 tkennedy@kimlabor.com America Kerr Russell & Weber PLC James E. DeLine 500 Woodward Avenue Suite 2500 Detroit MI 48226 313-961-0200 313-961-0388 pwh@krwlaw.com Counsel to Pontiac Coil, Inc. Kerr Russell & Weber PLC Patrick Warren Hunt 500 Woodward Avenue Suite 2500 Detroit MI 48226 313-961-0200 313-961-0388 pwh@krwlaw.com Counsel to Pontiac Coil, Inc. King & Spalding, LLP H. Slayton Dabney, Jr. 1185 Avenue of the Americas New York NY 10036 212-556-2202 sdabney@kslaw.com Counsel to KPMG LLP Kirkland & Ellis LLP David Spiegel 300 North LaSalle Chicago IL 60654 312-862-2000 david spiegel@kirkland.com Counsel to Lunt Mannufacturing	Kelley Drye & Warren, LLP	Craig A. Wolfe	101 Park Avenue		New York	NY	10178		212-808-7800		cwolfe@kelleydrye.com	
Counsel to The International Unit of Electronic, Salaried, Machine and Furniture Workers - Communications Workers of America Kennedy, Jennick & Murray Susan M. Jennik 113 University Place 7th Floor New York NY 10003 212-358-1500 212-358-0207 Sjennik@kimlabor.com America Counsel to The International Unit of Electronic, Salaried, Machine and Furniture Workers - Communications Workers of America Kennedy, Jennick & Murray Thomas Kennedy 113 University Place 7th Floor New York NY 10003 212-358-1500 212-358-0207 tkennedy@kimlabor.com America Kerneusell & Weber PLC James E. DeLine 500 Woodward Avenue Suite 2500 Detroit MI 48226 313-961-0200 313-961-0200 313-961-0388 pwh@krwlaw.com Counsel to Pontiac Coil, Inc. King & Spalding, LLP H. Slayton Dabney, Jr. 1185 Avenue of the Americas New York NY 10036 212-358-1500 212-358-0207 tkennedy@kimlabor.com America America America America Solfwidaw.com Counsel to Pontiac Coil, Inc. New York NY 10036 212-358-1500 212-358-0207 tkennedy@kimlabor.com America America America Communications Workers of America Solfwidaw.com Counsel to Pontiac Coil, Inc. Solfwidaw.com Counsel to Pontiac Coil, Inc. Solfwidaw.com Counsel to Pontiac Coil, Inc. Counsel to Pontiac Coil, Inc. Counsel to KPMG LLP Counsel to Lunt Mannufacturing												
of Electronic, Salaried, Machine and Furniture Workers - Communications Workers of America Kennedy, Jennick & Murray Susan M. Jennik 113 University Place 7th Floor New York NY 10003 212-358-1500 212-358-1500 212-358-0207 Siennik@kimlabor.com Counsel to The International Unity of Electronic, Salaried, Machine and Furniture Workers of America Counsel to The International Unity of Electronic, Salaried, Machine and Furniture Workers of America Rennedy, Jennick & Murray Thomas Kennedy 113 University Place 7th Floor New York NY 10003 212-358-1500 212-358-0207 Siennik@kimlabor.com Kennedy@kimlabor.com America America America Suite 2500 Detroit MI 48226 313-961-0208 313-961-0388 Sied@krwlaw.com Counsel to Portiac Coil, Inc. Wew York NY 10036 212-556-2100 313-961-0388 Swh@krwlaw.com Counsel to Portiac Coil, Inc. Counsel to Portiac Coil, Inc. New York NY 10036 212-556-2100 212-556-2202 Sdabney@kslaw.com Counsel to KPMG LLP Kirkland & Ellis LLP David Spiegel 300 North LaSalle Chicago Li 60654 312-862-2000 Counsel to Lunt Mannufacturing	Kelley Drye & Warren, LLP	Merrill B. Stone	101 Park Avenue		New York	NY	10178		212-808-7800		mstone@kelleydrye.com	
Kennedy, Jennick & Murray Susan M. Jennik 113 University Place 7th Floor New York NY 10003 212-358-1500 212-358-0207 siennik@kimlabor.com America Communications Workers of America Counsel to The International University Place America Kennedy, Jennick & Murray Thomas Kennedy 113 University Place 7th Floor New York NY 10003 212-358-1500 212-358-0207 tkennedy@kimlabor.com America Communications Workers of Communications Workers of America Kerr Russell & Weber PLC James E. DeLine 500 Woodward Avenue Suite 2500 Detroit MI 48226 313-961-0200 313-961-0208 313-961-0208 313-961-0388 pwh@krwlaw.com Counsel to Pontiac Coil, Inc. King & Spalding, LLP H. Slayton Dabney, Jr. 1185 Avenue of the Americas New York NY 10036 212-358-1500 212-358-0207 tkennedy@kimlabor.com America Communications Workers of America Communications America Communications America Communications Worke												Counsel to The International Union
Kennedy, Jennick & Murray Susan M. Jennik 113 University Place 7th Floor New York NY 10003 212-358-1500 212-358-1500 212-358-0207 Signnik@kimlabor.com Communications Workers of America Counsel to The International Unit of Electronic, Salaried, Machine and Furniture Workers - Communications Workers of America Kennedy, Jennick & Murray Thomas Kennedy 113 University Place 7th Floor New York NY 10003 212-358-1500 212-358-0207 tkennedy@kimlabor.com Communications Workers of America America Kerr Russell & Weber PLC James E. DeLine 500 Woodward Avenue Suite 2500 Detroit MI 48226 313-961-0200 313-961-0388 Bied@krwlaw.com Counsel to Pontiac Coil, Inc. Kerr Russell & Weber PLC Patrick Warren Hunt 500 Woodward Avenue Suite 2500 Detroit MI 48226 313-961-0200 313-961-0388 pwh@krwlaw.com Counsel to Pontiac Coil, Inc. King & Spalding, LLP H. Slayton Dabney, Jr. 1185 Avenue of the Americas New York NY 10036 212-358-1500 212-358-0207 tkennedy@kimlabor.com Counsel to Pontiac Coil, Inc. Counsel to Fontiac Coil, Inc. New York NY 10036 212-556-2202 sdabney@kslaw.com Counsel to KPMG LLP Counsel to Lunt Mannufacturing												of Electronic, Salaried, Machine
Kennedy, Jennick & Murray Susan M. Jennik 113 University Place 7th Floor New York NY 10003 212-358-1500 212-358-1500 212-358-0207 Siennik @ kimlabor.com America Counsel to The International Union of Electronic, Salaried, Machine and Furniture Workers - Communications Workers of Kennedy, Jennick & Murray Thomas Kennedy 113 University Place 7th Floor New York NY 10003 212-358-1500 212-358-0207 tkennedy @ kimlabor.com America Kern Russell & Weber PLC James E. DeLine 500 Woodward Avenue Suite 2500 Detroit MI 48226 313-961-0200 313-961-0200 313-961-0388 pwh@krwlaw.com Counsel to Pontiac Coil, Inc. King & Spalding, LLP H. Slayton Dabney, Jr. 1185 Avenue of the Americas New York NY 10036 212-358-1500 212-358-0207 tkennedy @ kimlabor.com America Communications Workers of America America Counsel to Pontiac Coil, Inc. King & Spalding, LLP H. Slayton Dabney, Jr. 1185 Avenue of the Americas New York NY 10036 212-358-1500 212-358-0207 tkennedy @ kimlabor.com America Counsel to Pontiac Coil, Inc. New York NY 10036 212-358-0207 tkennedy @ kimlabor.com America Counsel to Pontiac Coil, Inc. King & Spalding, LLP David Spiegel 300 North LaSalle Chicago IL 60654 312-862-2000 Counsel to Lunt Mannufacturing												and Furniture Workers -
Counsel to The International Union of Electronic, Salaried, Machine and Furnic Workers - Communications Workers of Kennedy, Jennick & Murray Thomas Kennedy 113 University Place 7th Floor New York NY 10003 212-358-1500 212-358-0207 tkennedy@kimlabor.com America Kerr Russell & Weber PLC James E. DeLine 500 Woodward Avenue Suite 2500 Detroit MI 48226 313-961-0200 313-961-0388 jed@krwlaw.com Counsel to Pontiac Coil, Inc. Kerr Russell & Weber PLC Patrick Warren Hunt 500 Woodward Avenue Suite 2500 Detroit MI 48226 313-961-0200 313-961-0388 pwh@krwlaw.com Counsel to Pontiac Coil, Inc. King & Spalding, LLP H. Slayton Dabney, Jr. 1185 Avenue of the Americas New York NY 10036 212-556-2100 212-556-2222 24abney@kislaw.com Counsel to KPMG LLP Kirkland & Ellis LLP David Spiegel 300 North LaSalle Chicago IL 60654 312-862-2000 Counsel to Lunt Mannufacturing										1		Communications Workers of
Kennedy, Jennick & Murray Thomas Kennedy Thomas Mental Thomas Mental	Kennedy, Jennick & Murray	Susan M. Jennik	113 University Place	7th Floor	New York	NY	10003		212-358-1500	212-358-0207	sjennik@kjmlabor.com	America
America America Spalding, LLP H. Slayton Dabney, Jr. 1185 Avenue of the Americas Kirkland & Ellis LLP David Spiegel 300 North LaSalle America Suther Spanding America Suther Spanding America Suther Spanding America Spanding Amer												Counsel to The International Union
Kennedy, Jennick & Murray Thomas Kennedy 113 University Place 7th Floor New York NY 10003 212-358-1500 212-358-0207 tkennedy@kimlabor.com America America Kerr Russell & Weber PLC James E. DeLine 500 Woodward Avenue Suite 2500 Detroit MI 48226 313-961-0200 313-961-0200 313-961-0388 pwh@krwlaw.com Counsel to Pontiac Coil, Inc. King & Spalding, LLP H. Slayton Dabney, Jr. 1185 Avenue of the Americas New York NY 10036 New York NY 10036 212-358-1500 212-358-0207 tkennedy@kimlabor.com America Counsel to Pontiac Coil, Inc. Counsel to Pontiac Coil, Inc. New York NY 10036 212-556-2100 212-556-2222 sdabney@kimlabor.com Counsel to Pontiac Coil, Inc. Counsel to Pontiac Coil, Inc. King & Spalding, LLP New York NY 10036 212-556-2200 12-556-2220 sdabney@kimlabor.com Counsel to Fontiac Coil, Inc. Counsel to Fontiac Coil, Inc. Sing & Spalding, LLP New York NY 10036 212-556-2200 12-556-2220 sdabney@kirkland.com Counsel to KPMG LLP Counsel to Lunt Mannufacturing												of Electronic, Salaried, Machine
Kennedy, Jennick & Murray Thomas Kennedy 113 University Place 7th Floor New York NY 10003 212-358-1500 212-358-0207 tkennedy@kimlabor.com America America Kerr Russell & Weber PLC James E. DeLine 500 Woodward Avenue Suite 2500 Detroit MI 48226 313-961-0200 313-961-0200 313-961-0388 pwh@krwlaw.com Counsel to Pontiac Coil, Inc. King & Spalding, LLP H. Slayton Dabney, Jr. 1185 Avenue of the Americas New York NY 10036 New York NY 10036 212-358-1500 212-358-0207 tkennedy@kimlabor.com America Counsel to Pontiac Coil, Inc. Counsel to Pontiac Coil, Inc. New York NY 10036 212-556-2100 212-556-2222 sdabney@kimlabor.com Counsel to Pontiac Coil, Inc. Counsel to Pontiac Coil, Inc. King & Spalding, LLP New York NY 10036 212-556-2200 12-556-2220 sdabney@kimlabor.com Counsel to Fontiac Coil, Inc. Counsel to Fontiac Coil, Inc. Sing & Spalding, LLP New York NY 10036 212-556-2200 12-556-2220 sdabney@kirkland.com Counsel to KPMG LLP Counsel to Lunt Mannufacturing												and Furniture Workers -
Kennedy, Jennick & Murray Thomas Kennedy 113 University Place 7th Floor New York NY 10003 212-358-1500 212-358-0207 tkennedy@kimlabor.com America Kerr Russell & Weber PLC James E. DeLine 500 Woodward Avenue Suite 2500 Detroit MI 48226 313-961-0200 313-961-0388 jed@krwlaw.com Counsel to Pontiac Coil, Inc. Kerr Russell & Weber PLC Patrick Warren Hunt 500 Woodward Avenue Suite 2500 Detroit MI 48226 313-961-0200 313-961-0388 pwh@krwlaw.com Counsel to Pontiac Coil, Inc. King & Spalding, LLP H. Slayton Dabney, Jr. 1185 Avenue of the Americas New York NY 10036 212-556-2100 212-556-2222 sdabney@kslaw.com Counsel to KPMG LLP Kirkland & Ellis LLP David Spiegel 300 North LaSalle Chicago IL 60654 312-862-2000 david.spiegel@kirkland.com Counsel to Lunt Mannufacturing												
Kerr Russell & Weber PLC	Kennedy, Jennick & Murrav	Thomas Kennedy	113 University Place	7th Floor	New York	NY	10003		212-358-1500	212-358-0207	tkennedy@kjmlabor.com	
Kerr Russell & Weber PLC Patrick Warren Hunt 500 Woodward Avenue Suite 2500 Detroit MI 48226 313-961-0200 313-961-0388 pwh@krwlaw.com Counsel to Pontiac Coil, Inc. King & Spalding, LLP H. Slayton Dabney, Jr. 1185 Avenue of the Americas New York NY 10036 212-556-2100 212-556-2222 sdabney@kslaw.com Counsel to KPMG LLP Kirkland & Ellis LLP David Spiegel 300 North LaSalle Chicago IL 60654 312-862-2000 david.spiegel@kirkland.com Counsel to Lunt Mannufacturing Counsel to Lunt Mannufacturing Counsel to Lunt Mannufacturing												
King & Spalding, LLP H. Slayton Dabney, Jr. 1185 Avenue of the Americas New York NY 10036 212-556-2100 212-556-2222 sdabney@kslaw.com Counsel to KPMG LLP Kirkland & Ellis LLP David Spiegel 300 North LaSalle Chicago IL 60654 312-862-2000 david.spiegel@kirkland.com Counsel to Lunt Mannufacturing												
Kirkland & Ellis LLP David Spiegel 300 North LaSalle Chicago IL 60654 312-862-2000 david.spiegel@kirkland.com Counsel to Lunt Mannufacturing												
Kirkland & Ellis LLP David Spiegel 300 North LaSalle Chicago IL 60654 312-862-2000 david.spiegel@kirkland.com Counsel to Lunt Mannufacturing	King & Spalding, LLP	H. Slavton Dabney Jr	1185 Avenue of the Americas		New York	NY	10036		212-556-2100	212-556-2222	sdabnev@kslaw.com	Counsel to KPMG LLP
Counsel to Lunt Mannufacturing										556 2222		TIMOS IS IN MOLES
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Kirkland & Ellis LLP Jim Stempel 200 East Randolph Drive Chicago IL 60601 312-861-2000 312-861-2200 istempel@kirkland.com Company	Kirkland & Ellis LLP	lim Stempel	200 Fast Randolph Drive		Chicago	lu	60601		312-861-2000	312-861-2200	istemnel@kirkland.com	S .

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DPH Holdings Corp.
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COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	COUNTRY	PHONE	FAX	EMAIL	PARTY / FUNCTION
Kirkpatrick & Lockhart Nicholson											Counsel to Wilmington Trust
Graham LLP	Edward M. Fox	599 Lexington Avenue		New York	NY	10022		212-536-4812	212-536-3901	efox@klng.com	Company, as Indenture trustee
	Patti E Pope Revenue	Northern Indiana Public	801 East 86th								
Kokomo Gas & Fuel Company	Recovery Manager	Service Company	Avenue	Merrillville	IN	46410			219-647-5115	pepope@nisource.com	Kokomo Gas & Fuel Company
											Counsel to HP Enterprise
Kramer Levin Naftalis & Frankel											Services, LLC; Vishay Americas
LLP	Jordan D Kaye	1177 Avenue of the Americas		New York	NY	10036		212-715-9489	212-715-9489	jkaye@kramerlevin.com	Inc.
											Co-Counsel for Delphi Salaried
	Lawrence W. Schmits	One Indiana Square, Suite									Retirees Association Benefit Trust
Krieg Devault LLP	Esq.	2800		Indianapolis	IN	46204		317-238-6271		lschmits@kdlegal.com	VEBA Committee
											Co-Counsel for Delphi Salaried
		One Indiana Square, Suite									Retirees Association Benefit Trust
Krieg Devault LLP	Patricia L. Beaty Esq	2800		Indianapolis	IN	46204		317-636-4341		pbeaty@kdlegal.com	VEBA Committee
Krugliak, Wilkins, Griffiths &											
Dougherty CO., L.P.A.	Sam O. Simmerman	4775 Munson Street N.W.	P.O. Box 36963	Canton	ОН	44735-6963		330-497-0700	330-497-4020	sosimmerman@kwgd.com	Counsel to for Millwood, Inc.
Kutchin & Rufo, P.C.	Edward D. Kutchin	Two Center Plaza	Suite 620	Boston	MA	02108-1906				ekutchin@kutchinrufo.com	Counsel to Parlex Corporation
Kutchin & Rufo, P.C.	Kerry R. Northrup	Two Center Plaza	Suite 620	Boston	MA	02108-1906			617-542-3001		Counsel to Parlex Corporation
Lambert, Leser, Isackson, Cook	Refry R. Northrup	TWO CETTER T TAZA	Outle 020	Doston	IVIA	02100-1300		017-342-3000	017-342-3001	KHOTHIQD @ DITIKICGAL.COM	Course to Fallex Corporation
& Guinta, P.C.	Adam D. Bruski	309 Davidson Building	PO Box 835	Bay City	МІ	48707-0835		989-893-3518		adbruski@lambertleser.com	Counsel to Creditor Linamar Corp.
Lambert, Leser, Isackson, Cook	Adam D. Bruski	309 Davidson Building	FO BOX 655	Day City	IVII	40707-0033		303-033-3310		audiuski@iairibertieser.com	Couriser to Creditor Emarriar Corp.
	Susan M. Cook	200 Davidson Building	PO Box 835	Day City	МІ	48707-0835		989-893-3518		smcook@lambertleser.com	Councel to Lineman Corneration
& Guinta, P.C.		309 Davidson Building	PO B0X 835	Bay City	NY				040 754 4004		Counsel to Linamar Corporation
Latham & Watkins	Mark A. Broude	885 Third Avenue		New York		10022			212-751-4864		UCC Professional
Latham & Watkins	Michael J. Riela	885 Third Avenue		New York	NY	10022			212-751-4864		UCC Professional
Latham & Watkins	Mitchell A. Seider	885 Third Avenue		New York	NY	10022		212-906-1200	212-751-4864	mitchell.seider@lw.com	UCC Professional
Latham & Watkins	Robert Rosenberg	885 Third Avenue		New York	NY	10022		212-906-1370	212-751-4864	robert.rosenberg@lw.com	UCC Professional
											Counsel to A-1 Specialized
Law Offices of Michael O'Hayer	Michael O'Hayer Esq	22 N Walnut Street		West Chester	PA	19380		610-738-1230	610-738-1217	mkohayer@aol.com	Services and Supplies Inc
											Counsel to Freescale
											Semiconductor, Inc. f/k/a Motorola
											Semiconductor Systems (U.S.A.)
Lewis and Roca LLP	Rob Charles, Esq.	One South Church Street	Suite 700	Tucson	AZ	85701		520-629-4427	520-879-4705	rcharles@Irlaw.com	Inc.
											Counsel to Freescale
											Semiconductor, Inc. f/k/a Motorola
											Semiconductor Systems (U.S.A.)
Lewis and Roca LLP	Susan M. Freeman, Esq.	40 North Central Avenue	Suite 1900	Phoenix	AZ	85004-4429		602-262-5756	602-734-3824	sfreeman@Irlaw.com	Inc.
Linebarger Goggan Blair &	Cusarrivi: 1 recinari, Esq.	40 Horar Certaar Avertae	Cuito 1000	THOOTIIX	712	00001 1120		002 202 0700	002 704 0024	austin.bankruptcv@publicans.	Counsel to Cameron County,
Sampson, LLP	Diane W. Sanders	1949 South IH 35 (78741)	P.O. Box 17428	Austin	TX	78760-7428		512-447-6675	512-443-5114		Brownsville ISD
Sampson, EEF	Diane W. Sanders	1949 3041111133 (78741)	F.O. BOX 17420	Austin	17	70700-7420		312-447-0073	312-443-3114	COTT	Diowiisville 13D
Linchargar Caggan Plair 9										dallas.bankruptcy@publicans.	Counsel to Dallas County and
Linebarger Goggan Blair &	FI:	0000 B 044	O.::t- 4000	Dallas	TV	75004		04.4.000.0000	4000045000		
Sampson, LLP	Elizabeth Weller	2323 Bryan Street	Suite 1600	Dallas	TX	75201		214-880-0089	4692215002	com	Tarrant County
											Counsel in Charge for Taxing
											Authorities: Cypress-Fairbanks
Linebarger Goggan Blair &										houston bankruptcy@publican	Independent School District, City
Sampson, LLP	John P. Dillman	P.O. Box 3064		Houston	TX	77253-3064		713-844-3478	713-844-3503	s.com	of Houston, Harris County
											Counsel to Sedgwick Claims
											Management Services, Inc. and
Locke Lord Bissell & Liddell	Kevin J. Walsh	885 Third Avenue	26th Floor	New York	NY	10022-4802		212-812-8304	212-812-8364	kwalsh@lockelord.com	Methode Electronics, Inc.
											Counsel to Creditor The Interpublic
											Group of Companies, Inc. and
											Proposed Auditor Deloitte &
Loeb & Loeb LLP	P. Gregory Schwed	345 Park Avenue		New York	NY	10154-0037		212-407-4000		gschwed@loeb.com	Touche, LLP
	, , , , , , , , , , , , , , , , , , ,								212-407-		Counsel to Industrial Ceramics
Loeb & Loeb LLP	William M. Hawkins	345 Park Avenue		New York	NY	10154		212-407-4000	-	whawkins@loeb.com	Corporation
				2		7.2.					Counsel to Daewoo International
Lowenstein Sandler PC	Bruce S. Nathan	1251 Avenue of the Americas		New York	NY	10020		212-262-6700	212-262-7402	bnathan@lowenstein.com	(America) Corp.
LOWER STEEL CONTROL OF	Didos O. Natilali	1201 Avenue of the Affiches		THOW TOTAL	1.4.1	10020	1	212-202-0100	L 12-202-1402	DIGGIGATION OF THE STATE OF THE	(/ interioa) corp.

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DPH Holdings Corp.
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COMPANY	CONTACT	ADDRESS4	ADDRESS	CITY	STATE	ZID	COUNTRY	DHONE	FAX	EMAIL	DARTY / FUNCTION
COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	COUNTRY	PHONE	FAX	EMAIL	PARTY / FUNCTION
											Counsel to Teachers Retirement
											System of Oklahoma; Public
											Employes's Retirement System of
											Mississippi; Raifeisen
											Kapitalanlage-Gesellschaft m.b.H
Lowenstein Sandler PC	Ira M. Levee	1251 Avenue of the Americas	10th Floor	New York	NY	10020		242 262 6700	242 262 7402	evee@lowenstein.com	and Stichting Pensioenfords ABP
Loweristein Sandier PC	Ira W. Levee	1251 Avenue of the Americas	1001 F1001	New YOR	INT	10020		212-202-0700	212-202-7402	evee@lowenstein.com	Counsel to Cerberus Capital
Lowenstein Sandler PC	Kenneth A. Rosen	CE Livingston Avenue		Roseland	NJ	07068		072 507 2500	072 507 2400 1	vaaan@lawanatain.aam	
Lowenstein Sandier PC	Kenneth A. Rosen	65 Livingston Avenue		Roseiand	NJ	07068		973-597-2500	973-597-2400 KI	osen@lowenstein.com	Management, L.P.
											Counsel to Cerberus Capital
	0 " 0 ""	051:: 4				07000		070 507 0500	070 507 0400		Management, L.P.; AT&T
Lowenstein Sandler PC	Scott Cargill	65 Livingston Avenue		Roseland	NJ	07068				cargill@lowenstein.com	Corporation
Lowenstein Sandler PC	Vincent A. D'Agostino	65 Livingston Avenue		Roseland	NJ	07068		973-597-2500	973-597-2400 <u>vc</u>	dagostino@lowenstein.com	Counsel to AT&T Corporation
Lyden, Liebenthal & Chappell,											
Ltd.	Erik G. Chappell	5565 Airport Highway	Suite 101	Toledo	ОН	43615		419-867-8900	419-867-8909 <u>ec</u>	gc@lydenlaw.com	Counsel to Metro Fibres, Inc.
Maddin, Hauser, Wartell, Roth &											Attorney for Danice Manufacturing
Heller PC	Alexander Stotland Esq	28400 Northwestern Hwy	Third Floor	Southfield	MI	48034		248-354-4030	<u>a</u>	ks@maddinhauser.com	Co.
				Greenwood							Representative for Madison
Madison Capital Management	Joe Landen	6143 South Willow Drive	Suite 200	Village	CO	80111				anden@madisoncap.com	Capital Management
Margulies & Levinson, LLP	Leah M. Caplan, Esq.	30100 Chagrin Boulevard	Suite 250	Pepper Pike	OH	44124		216-514-4935	216-514-4936 In	nc@ml-legal.com	Counsel to Venture Plastics
											Counsel to H.E. Services
											Company and Robert Backie and
											Counsel to Cindy Palmer,
											Personal Representative to the
Mastromarco & Jahn, P.C.	Victor J. Mastromarco, Jr.	1024 North Michigan Avenue	P.O. Box 3197	Saginaw	MI	48605-3197		989-752-1414	vr	mastromar@aol.com	Estate of Michael Palmer
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											Counsel to NDK America,
											Inc./NDK Crystal, Inc.; Foster
											Electric USA, Inc.; JST
											Corporation; Nichicon (America)
											Corporation; Taiho Corporation of
											America; American Aikoku Alpha,
											Inc.; Sagami America, Ltd.; SL
Masuda Funai Eifert & Mitchell.											America, Inc./SL Tennessee, LLC
Ltd.	Gary D. Santella	203 North LaSalle Street	Suite 2500	Chicago	IL	60601-1262		312-245-7500	312-245-7467 gs	santella@masudafunai.com	and Hosiden America Corporation
McCarter & English, LLP	David J. Adler, Jr. Esq.	245 Park Avenue, 27th Floor	Cuito 2000	New York	NY	10167				adler@mccarter.com	Counsel to Ward Products, LLC
Wooditer & Erigion, EEr	David C. Adici, Gr. Esq.	240 Func / Worldo, 27 til Floor		THOW TOTAL	141	10107		212 000 0000	212 000 0021	adior & modultor.com	Counsel to General Products
McCarter & English, LLP	Eduardo J. Glas, Esq.	Four Gateway Center	100 Mulberry Street	Newark	NJ	07102-4096		913-622-4444	973-624-7070	glas@mccarter.com	Delaware Corporation
Wooditer & Erigion, EEr	Eddardo o. Cido, Esq.	r our cateway center	100 Maiborry Caroot	HOWAIK	140	07 102 1000		010 022 4144	010 024 1010 0	giao e mocartor.com	Counsel to Themselves (McCarthy
McCarthy Tetrault LLP	Lorne P. Salzman	66 Wellington Street West	Suite 4700	Toronto	Ontario	M5K 1E6		416-362-1912	416-868-0673 le	alzman@mccarthy.ca	Tetrault LLP)
INCCARRING TERRAUR LEF	Lorrie F. Saizman	oo wellington Street west	Suite 4700	TOTOTILO	Ontano	IVISIC ILO		410-302-1012	410-000-0073	alzman@mccarmy.ca	Counsel for Temic Automotive of
MaDarmatt Will & Emary LLD	Com O Dovert	240 Madiaga Avanua		Naw Varle	NY	10017-1922		040 547 5477	242 547 5444 ***	ravert@mwe.com	
McDermott Will & Emery LLP	Gary O. Ravert	340 Madison Avenue		New York	INT	10017-1922		212-347-3477	212-347-3444 <u>Q</u>	avert@mwe.com	North America, Inc.
M-D	Ottor born D. Collect	040 Mariliana Assaula		NI	NIX	40047		040 547 5400	040 547 5444		Counsel to National
McDermott Will & Emery LLP	Stephen B. Selbst	340 Madison Avenue		New York	NY	10017		212-547-5400		selbst@mwe.com	Semiconductor Corporation
	Steven P. Handler Monica								_	nandler@mwe.com	Counsel for Temic Automotive of
McDermott Will & Emery LLP	M. Quinn	227 W Monroe St		Chicago	IL	60606		312-372-2000		quinn@mwe.com	North America, Inc.
									_	opincar@mcdonaldhopkins.c	Counsel to Republic Engineered
McDonald Hopkins Co., LPA	Scott N. Opincar, Esq.	600 Superior Avenue, E.	Suite 2100	Cleveland	ОН	44114		216-348-5400	216-348-5474 <u>oı</u>	<u>n</u>	Products, Inc.
L				L		1					Counsel to Republic Engineered
McDonald Hopkins Co., LPA	Shawn M. Riley, Esq.	600 Superior Avenue, E.	Suite 2100	Cleveland	OH	44114		216-348-5400	216-348-5474 sr	iley@mcdonaldhopkins.com	Products, Inc.
McElroy, Deutsch, Mulvaney &				1					Τ.		Counsel to New Jersey Self-
Carpenter, LLP	Jeffrey Bernstein, Esq.	Three Gateway Center	100 Mulberry Street	Newark	NJ	07102-4079		973-622-7711	973-622-5314 jb	ernstein@mdmc-law.com	Insurers Guaranty Association
			901 East Cary			1			aı	mccollough@mcguirewoods.	Counsel to Siemens Energy &
McGuirewoods LLP	Aaron G McCollough Esq	One James Center	Street	Richmond	VA	23219-4030		804-775-1000	804-775-1061	<u></u>	Automation, Inc.
			901 East Cary								Counsel for CSX Transportation,
			301 Last Cary				l l		l l		Course for Cox Transportation,

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COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	COUNTRY PHONE	FAX EMAIL	PARTY / FUNCTION
									Counsel to Siemens Logistics
			901 East Cary					imaddock@mcquirewoods.co	Assembly Systems, Inc.; Counsel
McGuirewoods LLP	John H Maddock III	One James Center	Street	Richmond	VA	23219-4030	804-775-1178	804-698-2186 m	for CSX Transportation, Inc.
									, ,
Meyer, Suozzi, English & Klein,	Attn Thomas R Slome								Counsel for Pamela Geller; JAE
P.C.	Esq	990 Stewart Ave Ste 300	PO Box 9194	Garden City	NY	11530-9194	516-741-6565	516-741-6706 tslome@msek.com	Electronics, Inc.
Meyer, Suozzi, English & Klein,	·			,					Counsel to The International Union of Electronic, Salaried, Machine and Furniture Workers - Communicaitons Workers of
P.C.	Hanan Kolko	1350 Broadway	Suite 501	New York	NY	10018	212-239-4999	212-239-1311 <u>hkolko@msek.com</u>	America
Meyers Law Group, P.C.	Merle C. Meyers	44 Montgomery Street	Suite 1010	San Francisco	CA	94104	415-362-7500	415-362-7515 <u>mmeyers@mlg-pc.com</u>	Counsel to Alps Automotive, Inc.
Meyers, Rodbell & Rosenbaum,			6801 Kenilworth						Counsel to Prince George County,
P.A.	M. Evan Meyers	Berkshire Building	Avenue, Suite 400	Riverdale Park	MD	20737-1385	301-699-5800	emeyers@mrrlaw.net	Maryland
Meyers, Rodbell & Rosenbaum, P.A.	Robert H. Rosenbaum	Berkshire Building	6801 Kenilworth Avenue, Suite 400	Riverdale Park	MD	20737-1385	301-699-5800	rrosenbaum@mrrlaw.net	Counsel to Prince George County, Maryland
Miami-Dade County Tax Collector	April Burch	Paralegal Unit	140 West Flagler St Ste 1403	Miami	FL	33130	305-375-5314	305-375-1142 mdtcbkc@miamidade.gov	Paralegal Collection Specialist for Miami-Dade County
Michael Cox		Cadillac Place	3030 W. Grand Blvd., Suite 10-200	Detroit	МІ	48202	313-456-0140	miag@michigan.gov	Attorney General for State of Michigan, Department of Treasury
Michigan Department of Labor and Economic Growth, Worker's Compensation Agency	Dennis J. Raterink	PO Box 30736		Lansing	MI	48909-7717	517-373-1176	517-373-2129 raterinkd@michigan.gov	Assistant Attorney General for Worker's Compensation Agency; Attorney for the Funds Administration for the State of Michigan
Michigan Department of Labor and Economic Growth, Worker's Compensation Agency	Michael Cox	PO Box 30736		Lansing	МІ	48909-7717	517-373-1820	517-373-2129 <u>miag@michigan.gov</u>	Attorney General for Worker's Compensation Agency; Attorney for the Funds Administration for the State of Michigan
Miles & Stockbridge, P.C.	Thomas D. Renda	10 Light Street		Baltimore	MD	21202	410-385-3418	410-385-3700 trenda@milesstockbridge.com	Counsel to Computer Patent Annuities Limited Partnership, Hydro Aluminum North America, Inc., Hydro Aluminum Adrian, Inc., Hydro Aluminum Precision Tubing NA, LLC, Hydro Alumunim Ellay Enfield Limited, Hydro Aluminum Rockledge, Inc., Norsk Hydro Canada, Inc., Emhart Technologies LLL and Adell Plastics, Inc.
Miller & Martin PLLC	Dale Allen	150 Fourth Ave North	Ste 1200	Nashville	TN	37219		vjones@millermartin.com	Counsel to Averitt Express
	Thomas P. Sarb		Suite 800, PO Box			1		616-988-1748 sarbt@millerjohnson.com	
Miller Johnson	Robert D. Wolford	250 Monroe Avenue, N.W.	306	Grand Rapids	MI	49501-0306	616-831-1726	616-988-1726 wolfordr@millerjohnson.com	Counsel to Pridgeon & Clay, Inc.
Miller, Canfield, Paddock and	Ionathan C. Crass	1EO M. Jofforson Avenue	Suito 2500	Dotroit	MI	19226	242 406 6450	212 406 7007 groopi@milloreonfield	Counsel to Wells Operating
Stone, P.L.C. Miller, Canfield, Paddock and	Jonathan S. Green	150 W. Jefferson Avenue	Suite 2500	Detroit	MI	48226		313-496-7997 greenj@millercanfield.com swansonm@millercanfield.co	Partnership, LP Counsel to Brose North America
Stone, P.L.C.	Marc N. Swanson	150 W. Jefferson Avenue	Suite 2500	Detroit	MI	48226	313-963-6420	313-496-8452 <u>m</u>	Holding LP and its affiliates
Miller, Canfield, Paddock and Stone, P.L.C.	Timothy A. Fusco	150 W. Jefferson Avenue	Suite 2500	Detroit	MI	48226	313-496-8435	313-496-8453 fusco@millercanfield.com	Counsel to Niles USA Inc.; Techcentral, LLC; The Bartech Group, Inc.; Fischer Automotive Systems

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COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	COUNTRY	PHONE	FAX	EMAIL	PARTY / FUNCTION
											Counsel to Hitachi Automotive
Mintz, Levin, Cohn, Ferris Glovsky and Pepco, P.C.	Paul J. Ricotta	One Financial Center		Dooton	MA	02111		647 540 6000	647 540 0044	piricotta@mintz.com pricotta@mintz.com	Products (USA), Inc. and Conceria Pasubio
Glovsky and Pepco, P.C.	Paul J. Ricolla	One Financial Center		Boston	IVIA	02111		617-342-6000	017-542-2241	pricotta@mintz.com	Pasubio
Molex Connector Corp	Jeff Ott	2222 Wellington Ct.		Lisle	IL	60532		630-527-4254	630-512-8610	Jeff.Ott@molex.com	Counsel to Molex Connector Corp
											Counsel to ITT Industries, Inc.;
Morgan, Lewis & Bockius LLP	Andrew D. Gottfried	101 Park Avenue		New York	NY	10178-0060		212-309-6000	212-309-6001	agottfried@morganlewis.com	Hitachi Chemical (Singapore), Ltd.
Morgan, Edwid & Bookidd EE	Menachem O.	To Frank / Worldo		TOW TOTAL	141	10170 0000		212 000 0000	212 000 0001	mzelmanovitz@morganlewis.c	Counsel to Hitachi Chemical
Morgan, Lewis & Bockius LLP	Zelmanovitz	101 Park Avenue		New York	NY	10178		212-309-6000	212-309-6001		(Singapore) Pte, Ltd.
3.,											3-1
Morgan, Lewis & Bockius LLP	Richard W. Esterkin, Esq.	300 South Grand Avenue		Los Angeles	CA	90017		213-612-1163	213-612-2501	resterkin@morganlewis.com	Counsel to Sumitomo Corporation
											Counsel to Standard
											Microsystems Corporation and its
											direct and indirect subsidiares
											Oasis SiliconSystems AG and
											SMSC NA Automotive, LLC
Moritt Hock Hamroff & Horowitz											(successor-in-interst to Oasis
LLP	Leslie Ann Berkoff	400 Garden City Plaza		Garden City	NY	11530		516-873-2000		lberkoff@moritthock.com	Silicon Systems, Inc.)
			405 Lexington								Counsel to The Timken
Moses & Singer LLP	James M. Sullivan Esq.	The Chrylser Building	Avenue	New York	NY	10174		212-554-7800	212-554-7700	jsullivan@mosessinger.com	Corporation
	Raymond J. Urbanik,							044 055 7500			
	Esq., Joseph J. Wielebinski, Esq. and		500 North Akard					214-855-7590 214-855-7561		rurbanik@munsch.com jwielebinski@munsch.com	Counsel to Texas Instruments
Munsch Hardt Kopf & Harr, P.C.	Davor Rukavina, Esq. and	3800 Lincoln Plaza	Street	Dallas	RX	75201-6659		214-855-7587	214 055 7504		Incorporated
Nantz, Litowich, Smith, Girard &	Davoi Kukavilla, Esq.	3600 LITCOITI FIAZA	Street	Dallas	NA.	73201-0039		214-000-7007	214-033-7304	di ukavina @ munsch.com	Counsel to Lankfer Diversified
Hamilton, P.C.	Sandra S. Hamilton	2025 East Beltline, S.E.	Suite 600	Grand Rapids	МІ	49546		616-977-0077	616-977-0529	sandy@nlsg.com	Industries, Inc.
riammen, rie	Canara C. Hammon	2020 2001 20111110; 0:2:	ouno oco	Orana rapido		100.10		0.0 0 00	0.00.0020	Janay Smogroom	Counsel to 975 Opdyke LP; 1401
											Troy Associates Limited
											Partnership; 1401 Troy Associates
											Limited Partnership c/o Etkin
											Equities, Inc.; 1401 Troy
											Associates LP; Brighton Limited
											Partnership; DPS Information
											Services, Inc.; Etkin Management
											Services, Inc. and Etkin Real
Nathan, Neuman & Nathan, P.C.	Kenneth A. Nathan	29100 Northwestern Highway	Suite 260	Southfield	MI	48034		248-351-0099	248-351-0487	Knathan@nathanneuman.com	Properties
											Vice President and Senior Counsel
Netice of Oite Comments of Comited	Line M. Manne	OOF Delter Assessed		0:	011	45000		540 455 0000	000 000 4404		to National City Commercial
National City Commercial Capital	Lisa IVI. IVIOOre	995 Dalton Avenue		Cincinnati	OH	45203		513-455-2390	866-298-4481	l.moore@pnc.com	Capital
											Counsel to Datwyler Rubber & Plastics, Inc.; Datwyler, Inc.;
Nelson Mullins Riley &								803-7255-		george.cauthen@nelsonmullin	Datwyler i/o devices (Americas),
Scarborough	George B. Cauthen	1320 Main Street, 17th Floor	PO Box 11070	Columbia	sc	29201		9425	803-256-7500		Inc.; Rothrist Tube (USA), Inc.
eca.screag.	Goorge D. Gaarien	rozo mani oucot, ir uir ico.	. C Dox 11010	Columbia		2020.		0.20	000 200 7000	<u> </u>	mei, realmet rabe (eerly, mei
New Jersey Attorney General's	Tracy E Richardson		25 Market St P.O.							tracy.richardson@dol.lps.state	Deputy Attorney General - State of
Office Division of Law	Deputy Attorney General	R.J. Hughes Justice Complex	Box 106	Trenton	NJ	08628-0106		609-292-1537	609-777-3055	nj.us	New Jersey Division of Taxation
										cdesiderio@nixonpeabody.co	
	Victor G. Milione									<u>m</u>	Counsel to Corning Inc., Corning
Nixon Peabody LLP	Christopher M. Desiderio	437 Madison Ave		New York	NY	10022		212-940-3000	866-596-3967	vmilione@nixonpeabody.com	Incorporated, and Corning
L 2										1	
North Point	David G. Heiman	901 Lakeside Avenue		Cleveland	OH	44114		216-586-3939	216-579-0212	dgheiman@jonesday.com	Counsel to WL. Ross & Co., LLC
Office of the Observe 40 T	0:	D.O. D 054				04000		470 740 0700	470 740 4400	cahope@chapter13macon.co	Office of the Observer 40 T
	Camille Hope	P.O. Box 954		Macon	GA	31202	1	4/8-/42-8706	478-746-4488	<u>m</u>	Office of the Chapter 13 Trustee
Office of the Texas Attorney	lov/M/ Hurot	B O Poy 12549		Augtin	TX	70711 2540		E10 47E 4864	E12 402 0244	iov burst@oog state tv :::	Counsel to The Texas Comptroller
General	Jay W. Hurst	P.O. Box 12548		Austin	17	78711-2548	1	012-4/5-4861	J 12-462-8341	jay.hurst@oag.state.tx.us	of Public Accounts

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COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	COUNTRY	PHONE	FAX	EMAIL	PARTY / FUNCTION
	Michael M. Zizza, Legal			L							
Orbotech, Inc.	Manager	44 Manning Road		Billerica	MA	01821		978-901-5025	978-667-9969	michaelz@orbotech.com	Company
											Counsel to Ameritech Credit
0.0		55 14/14/ 1 D	0: 1100	01:	l	00045		040 040 0000	040 040 0004	mmoody@orourkeandmoody.c	Corporation d/b/a SBC Capital
O'Rourke Katten & Moody	Michael Moody	55 W Wacker Dr	Ste 1400	Chicago	IL	60615		312-849-2020	312-849-2021	<u>om</u>	Services
Omisto Haminantana 8 Octaliffa H. D	Abore Fredom d Fred	000 Fitth A		Na Varil	NY	40400		040 500 5407	040 500 5454		Counsel to America President
Orrick, Herrington & Sutcliffe LLP	Alyssa Englund, Esq.	666 Fifth Avenue		New York	INY	10103		212-506-5187	212-506-5151	aenglund@orrick.com	Lines, Ltd. And APL Co. Pte Ltd.
	Forderick D. Holden, Jr.										On the America Brands at
O	Frederick D. Holden, Jr.,	105		0 5	0.4	04405		445 770 5700	445 770 5750	the late of the control of the contr	Counsel to America President
Orrick, Herrington & Sutcliffe LLP	Esq.	405 Howard Street		San Francisco	CA	94105		415-773-5700	415-773-5759	fholden@orrick.com	Lines, Ltd. And APL Co. Pte Ltd.
		E4 West Ford Street at 6th									
Orright Harrington & Cutaliffe LLD	Doniero D'Averso Ir	51 West 52nd Street at 6th		Naw Varie	NY	10103-0001		242 506 2745	242 506 5454	Delayeras @ arriely asset	Counsel to Bank of America. N.A.
Orrick, Herrington & Sutcliffe LLP	Raniero D'Aversa, Jr.	Avenue 919 N. Market Street, 17th		New York	INY	10103-0001		212-306-3713	302-652-	Rdaversa@orrick.com	Counsel to Bank of America, N.A.
Pachulski Stang Ziehl & Jones LLP	Michael R. Seidl	Floor	P.O. Box 8705	Milmin mto n	DE	19899-8705		302-652-4100		mseidl@pszjlaw.com	Coursel for Forey Crown Inc
Pachulski Stang Ziehl & Jones	Robert J. Feinstein	FIOOI	P.O. BOX 6705	Wilmington	DE	19699-6705		302-652-4100	4400	Rfeinstein@pszjlaw.com	Counsel for Essex Group, Inc.
LLP		700 Third Avenue 26th Floor		Naw Varie	NY	10017-2024		242 564 7700	040 564 7777		Coursel for Forey Crown Inc
LLP	Ilan D. Scharf	780 Third Avenue, 36th Floor		New York	INT	10017-2024		212-361-7700	212-561-7777	ischan@pszjiaw.com	Counsel for Essex Group, Inc.
Datta and Dallana Walth & Tidan											Counsel to American Finance
Patterson Belknap Webb & Tyler	Daniel A. Laurenthal	4400 A		Na Vasla	NDZ	40000		040 000 0700	040 000 4050	1-1	Group, Inc. d/b/a Guaranty Capital
LLP	Daniel A. Lowenthal	1133 Avenue of the Americas		New York	NY	10036		212-336-2720	212-336-1253	3 dalowenthal@pbwt.com	Corporation
Datta and Dallanan Walth & Tides	David M. Databassa										Attanance for Fords Madala Inc. and
Patterson Belknap Webb & Tyler		4400 4			.	10000 0710		040 000 0000	040 000 0000		Attorneys for Fry's Metals Inc. and
LLP	Phyllis S. Wallitt	1133 Avenue of the Americas		New York	NY	10036-6710		212-336-2000	212-336-2222	dwdykhouse@pbwt.com	Specialty Coatings Systems Eft
											Attorneys for F&G Multi-Slide Inc
Paul H. Spaeth Co. LPA	Paul H. Spaeth	130 W Second St Ste 450		Dayton	OH	45402		937-223-1655	937-223-1656	spaethlaw@phslaw.com	and F&G Tool & Die Co. Inc.
Paul, Weiss, Rifkind, Wharton &		1005 4				10010 0001		040 070 0000	040 757 0000		Counsel to Merrill Lynch, Pierce,
Garrison	Andrew N. Rosenberg	1285 Avenue of the Americas		New York	NY	10019-6064		212-373-3000	212-757-3990	arosenberg@paulweiss.com	Fenner & Smith, Incorporated
											Counsel to Noma Company and
Paul, Weiss, Rifkind, Wharton &											General Chemical Performance
Garrison	Douglas R. Davis	1285 Avenue of the Americas		New York	NY	10019-6064		212-373-3000	212-757-3990	ddavis@paulweiss.com	Products LLC
											Counsel to Noma Company and
Paul, Weiss, Rifkind, Wharton &											General Chemical Performance
Garrison	Elizabeth R. McColm	1285 Avenue of the Americas		New York	NY	10019-6064		212-373-3000	212-757-3990	emccolm@paulweiss.com	Products LLC
											Assistant Attorney General for
			3030 W. Grand								State of Michigan, Department of
Peggy Housner		Cadillac Place	Blvd., Suite 10-200	Detroit	MI	48202		313-456-0140		housnerp@michigan.gov	Treasury
											Counsel to UVA Machine
	l										Company and its successors by
Penachio Malara LLP	Anne Penachio	235 Main Street	Suite 600A	White Plains	NY	10601		914-946-2889	914-946-2882	2 apenachio@pmlawllp.com	acquisition
											0 11 0 11 7 1 7
											Counsel to Capro, Ltd, Teleflex
											Automotive Manufacturing
											Corporation and Teleflex
			Eighteenth & Arch								Incorporated d/b/a Teleflex Morse
Pepper, Hamilton LLP	Francis J. Lawall	3000 Two logan Square	Streets	Philadelphia	PA	19103-2799				lawallf@pepperlaw.com	(Capro); Ametek, Inc.; Cleo Inc.
Pepper, Hamilton LLP	Henry Jaffe	1313 Market Street	PO Box 1709	Wilmington	DE	19899-1709		302-777-6500	302-421-8390	jaffeh@pepperlaw.com	Counsel to SKF USA, Inc.
						1					
1						1					Counsel to Capro, Ltd; Teleflex
						1					Automotive Manufacturing
	NP 84 37	2000 7	Eighteenth & Arch	But I I I I		10100 0755		045 004 4000	045 004 4===		Corporation; Teleflex Incorporated;
Pepper, Hamilton LLP	Nina M. Varughese	3000 Two Logan Square	Streets	Philadelphia	PA	19103-2799		215-981-4000	215-981-4750	varughesen@pepperlaw.com	Sierra International, Inc.
						1					
L											
Pickrel Shaeffer & Ebeling	Sarah B. Carter Esq	2700 Kettering Tower		Dayton	ОН	45423-2700		937-223-1130	937-223-0339	scarter@pselaw.com	

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COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	COUNTRY	PHONE	FAX	EMAIL	PARTY / FUNCTION
											Counsel to FCI Canada, Inc.; FCI Electronics Mexido, S. de R.L. de
											C.V.; FCI USA, Inc.; FCI Brasil,
Pierce Atwood LLP	Jacob A. Manheimer	One Manument Square		Portland	ME	04101		207 701 1100	207-791-1350	imanheimer@pierceatwood.co	Ltda; FCI Automotive Deutschland Gmbh; FCI Italia S. p.A.
Pierce Atwood LLP	Jacob A. Mannelmer	One Monument Square		Portiand	IVIE	04101		207-791-1100	207-791-1350	<u> </u>	Gribri, FCI Italia S. p.A.
											Counsel to FCI Canada, Inc.; FCI
											Electronics Mexido, S. de R.L. de C.V.; FCI USA, Inc.; FCI Brasil,
										kcunningham@pierceatwood.c	Ltda; FCI Automotive Deutschland
Pierce Atwood LLP	Keith J. Cunningham	One Monument Square		Portland	ME	04101		207-791-1100	207-791-1350		Gmbh; FCI Italia S. p.A.
Distance II Deside & Conden II D	Dishard I Dade	E4 Dubl Dhal		Oh	PA	40440		704 004 4007	704 004 4000		Counsel to Ideal Tool Company,
Pietragallo Bosick & Gordon LLP	Richard J. Parks	54 Buhl Blvd		Sharon	PA	16146		724-981-1397	724-981-1398	rip@pbandg.com	Inc.
											Counsel to Clarion Corporation of
Pillsbury Winthrop Shaw Pittman		4540 D		N V I	A D /	10000 1000		040 050 4000	040 050 4500		America, Hyundai Motor Company
LLP	Karen B. Dine	1540 Broadway		New York	NY	10036-4039		212-858-1000	212-858-1500	karen.dine@pillsburylaw.com	and Hyundai Motor America Counsel to MeadWestvaco
											Corporation, MeadWestvaco
											South Carolina LLC and
Pillsbury Winthrop Shaw Pittman LLP	Margot P. Erlich	1540 Broadway		New York	NY	10036-4039		212-858-1000	212-858-1500	margot.erlich@pillsburylaw.co	MeadWestvaco Virginia Corporation
LLI	Margott . Emon	1540 Bloadway		14CW TOIK	141	10030-4033		212-030-1000	212-030-1300	<u>' </u>	Corporation
											Counsel to Clarion Corporation of
Pillsbury Winthrop Shaw Pittman LLP	Mark D. Houle	650 Town Center Drive	Ste 550	Costa Mesa	CA	92626-7122		714-436-6900	714-436-2800	mark.houle@pillsburylaw.com	America, Hyundai Motor Company and Hyundai Motor America
LLF	Mark D. Houle	030 TOWIT CEITER DIIVE	Sie 330	Costa iviesa	OA .	92020-7122		714-430-0000	714-430-2000	mark.noule@pilisburylaw.com	Counsel to MeadWestvaco
											Corporation, MeadWestvaco
Pillsbury Winthrop Shaw Pittman										richard.epling@pillsburylaw.co	South Carolina LLC and MeadWestvaco Virginia
LLP	Richard L. Epling	1540 Broadway		New York	NY	10036-4039		212-858-1000	212-858-1500		Corporation
											Counsel to MeadWestvaco
											Corporation, MeadWestvaco South Carolina LLC and
Pillsbury Winthrop Shaw Pittman											MeadWestvaco Virginia
LLP	Robin L. Spear	1540 Broadway		New York	NY	10036-4039		212-858-1000	212-858-1500	robin.spear@pillsburylaw.com	Corporation
Porzio, Bromberg & Newman,	Drott C. Maora, Fox	100 Couth gots Dorland	P.O. Box 1997	Morristown	NJ	07960		072 520 4000	072 520 5446	bsmoore@pbnlaw.com	
P.C.	Brett S. Moore, Esq.	100 Southgate Parkway	F.O. Box 1997	IVIOTTISIOWIT	INJ	07900		973-336-4000	973-336-3140	<u>bsmoore@pomaw.com</u>	Counsel to Neuman Aluminum
Porzio, Bromberg & Newman,											Automotive, Inc. and Neuman
P.C.	John S. Mairo, Esq.	100 Southgate Parkway	P.O. Box 1997	Morristown	NJ	07960		973-538-4006	973-538-5146	ismairo@pbnlaw.com	Aluminum Impact Extrusion, Inc.
											Counsel to International
											Brotherood of Electrical Workers
											Local Unions No. 663;
Previant, Goldberg, Uelman,	Jill M. Hartley and									jh@previant.com	International Association of Machinists; AFL-CIO Tool and Die
Gratz, Miller & Brueggeman, S.C.		1555 N. RiverCenter Drive	Suite 202	Milwaukee	WI	53212		414-271-4500	414-271-6308		Makers Local Lodge 78, District 10
								34 915 684			
PriceWaterHouseCoopers	Enrique Bujidos	Almagro	40	Madrid		28010	Spain	356		enrique.bujidos@es.pwc.com	Representative to DASE
QAD, Inc.	Stephen Tyler Esq	10,000 Midlantic Drive	Suite 100 West	Mt. Laurel	NJ	08054		856-840-2870	856-840-2740	xst@qad.com	Counsel to QAD, Inc.

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COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	COUNTRY PHONE	FAX	EMAIL	PARTY / FUNCTION
Quarles & Brady LLP	Kasey C. Nye	One South Church Street		Tucson	AZ	85701	520-770-8717	520-770-2203 <u>k</u>	knye@quarles.com	Counsel to Offshore International, Inc.; Maquilas Teta Kawi, S.A. de C.V.; On Semiconductor Corporation; Flambeau Inc.
Quarles & Brady LLP	Roy Prange	33 E Main St Ste 900		Madison	WI	53703-3095	608-283-2485	608-294-4920	lp@quarles.com	Counsel for Flambeau Inc.
Quarles & Brady LLP	Valerie L. Bailey-Rihn Esq	33 E Main St Ste 900		Madison	WI	53703	608-283-2407		ralerie.bailey- ihn@quarles.com	Counsel to Charter Manufacturing Co., Charter Mfg. Co. Inc., Charter Steel and Milwaukee Wire Products Counsel to Infineon; Infineon
Reed Smith Republic Engineered Products,	Ann Pille	10 South Wacker Drive		Chicago	IL	60606	312-207-1000		apille@reedsmith.com kaczka@republicengineered.c	Technologies Counsel to Republic Engineered
Inc.	Joseph A Kaczka	3770 Embassy Parkway 30300 Northwestern Hwy Ste		Akron	OH	44333	330-670-3215 248-932-3500	330-670-3020	<u>om</u>	Products, Inc.
Richard A Meier		320		Farmington Hills	MI	48334	248-990-1971		meier900@netscape.net	Counsel to Ratko Menjak
Riddell Williams P.S.	Joseph E. Shickich, Jr.	1001 4th Ave.	Suite 4500	Seattle	WA	98154-1195	206-624-3600	206-389-1708	shickich@riddellwilliams.com	Counsel to Microsoft Corporation; Microsoft Licensing, GP Counsel to Mary P. O'Neill and
Rieck and Crotty PC	Jerome F Crotty	55 West Monroe Street	Suite 3390	Chicago	IL	60603	312-726-4646	312-726-0647	crotty@rieckcrotty.com	Liam P. O'Neill
Russell Reynolds Associates, Inc Satterlee Stephens Burke &	. Charles E. Boulbol, P.C.	26 Broadway, 17th Floor		New York	NY	10004	212-825-9457	212-825-9414 <u>r</u>	track@msn.com	Counsel to Russell Reynolds Associates, Inc. Counsel to Moody's Investors
Burke LLP Satterlee Stephens Burke &	Christopher R. Belmonte	230 Park Avenue		New York	NY	10169	212-818-9200	212-818-9606	cbelmonte@ssbb.com	Service Counsel to Moody's Investors
Burke LLP	Pamela A. Bosswick	230 Park Avenue		New York	NY	10169	212-818-9200		obosswick@ssbb.com	Service Service
Schafer and Weiner PLLC	Daniel Weiner	40950 Woodward Ave.	Suite 100	Bloomfield Hills	MI	48304	248-540-3340	r	dweiner@schaferandweiner.co n_	Counsel to Dott Industries, Inc.
Schafer and Weiner PLLC	Howard Borin	40950 Woodward Ave.	Suite 100	Bloomfield Hills	MI	48304	248-540-3340	r	nborin@schaferandweiner.co n	Counsel to Dott Industries, Inc.
Schafer and Weiner PLLC	Ryan Heilman	40950 Woodward Ave.	Suite 100	Bloomfield Hills	MI	48304	248-540-3340	-	heilman@schaferandweiner.c om	Counsel to Dott Industries, Inc.
Schiff Hardin LLP	Eugene J. Geekie, Jr.	7500 Sears Tower		Chicago	IL	60606	312-258-5635	312-258-5600	egeekie@schiffhardin.com	Counsel to Means Industries
Schulte Roth & Zabel LLP	David J. Karp	919 Third Avenue		New York	NY	10022	212-756-2000	212-595-5955	david.karp@srz.com	Counsel to Parnassus Holdings II, LLC and Platinum Equity Capital Partners II, LP
Schulte Roth & Zabel LLP	James T. Bentley	919 Third Avenue		New York	NY	10022	040 750 007	040 500 5055	ames.bentley@srz.com	Counsel to Panasonic Autommotive Systems Company of America
										Counsel to Panasonic Automotive Systems Company of America;
Schulte Roth & Zabel LLP	Michael L. Cook	919 Third Avenue		New York	NY	10022	212-756-2000	212-595-5955 <u>r</u>	michael.cook@srz.com	D.C. Capital Partners, L.P.
Schwartz Lichtenberg LLP	Barry E Lichtenberg Esq	420 Lexington Ave Ste 2400		New York	NY	10170	212-389-7818	212-682-6511	parryster@att.net	Counsel to Marybeth Cunningham Counsel to Murata Electronics
Seyfarth Shaw LLP	Paul M. Baisier, Esq.	1545 Peachtree Street, N.E.	Suite 700	Atlanta	GA	30309-2401	404-885-1500	404-892-7056 g	obaisier@seyfarth.com	North America, Inc.; Fujikura America, Inc. Counsel to Murata Electronics
Seyfarth Shaw LLP	Robert W. Dremluk	620 Eighth Ave		New York	NY	10018-1405	212-218-5500	212-218-5526 r	dremluk@seyfarth.com	North America, Inc.; Fujikura America, Inc.
Seyfarth Shaw LLP	William J. Hanlon	World Trade Center East	Two Seaport Lane, Suite 300	Boston	MA	02210	617-946-4800	617-946-4801 <u>v</u>	whanlon@seyfarth.com	Counsel to le Belier/LBQ Foundry S.A. de C.V.
Shaw Gussis Fishman Glantz Wolfson & Towbin LLC	Brian L Shaw	321 N. Clark St.	Suite 800	Chicago	IL	60654	312-541-015	312-980-3888	oshaw100@shawqussis.com	Counsel to ATC Logistics & Electronics, Inc.

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COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	COUNTRY	PHONE	FAX	EMAIL	PARTY / FUNCTION
Sheehan Phinney Bass + Green											Counsel to Source Electronics,
Professional Association	Bruce A. Harwood	1000 Elm Street	P.O. Box 3701	Manchester	NH	03105-3701		603-627-8139	603-627-8121	bharwood@sheehan.com	Inc.
											Counsel to Milwaukee Investment
Sheldon S. Toll PLLC	Sheldon S. Toll	2000 Town Center	Suite 2550	Southfield	MI	48075		248-358-2460	248-358-2740	lawtoll@comcast.net	Company
Sheppard Mullin Richter &											
Hampton LLP	Eric Waters	30 Rockefeller Plaza	24th Floor	New York	NY	10112		212-332-3800	212-332-3888	ewaters@sheppardmullin.com	Counsel to Gary Whitney
Sheppard Mullin Richter &										msternstein@sheppardmullin.c	Counsel to International Rectifier
Hampton LLP	Malani J. Sternstein	30 Rockefeller Plaza	24th Floor	New York	NY	10112		212-332-3800	212-332-3888	3 <u>om</u>	Corp. and Gary Whitney
Sheppard Mullin Richter &											
Hampton LLP	Theodore A. Cohen	333 South Hope Street	48th Floor	Los Angeles	CA	90071		213-620-1780	213-620-1398	tcohen@sheppardmullin.com	Counsel to Gary Whitney
Sheppard Mullin Richter &											Counsel to International Rectifier
Hampton LLP	Theresa Wardle	333 South Hope Street	48th Floor	Los Angeles	CA	90071		213-620-1780	213-620-1398	twardle@sheppardmullin.com	Corp.
Sher, Garner, Cahill, Richter,											Counsel to Gulf Coast Bank &
Klein & Hilbert, LLC	Robert P. Thibeaux	5353 Essen Lane	Suite 650	Baton Rouge	LA	70809		225-757-2185	225-757-7674	rthibeaux@shergarner.com	Trust Company
Sher, Garner, Cahill, Richter,											Counsel to Gulf Coast Bank &
Klein & Hilbert, LLC	Robert P. Thibeaux	909 Poydras Street	28th Floor	New Orleans	LA	70112-1033				rthibeaux@shergarner.com	Trust Company
Shipman & Goodwin LLP	Kathleen M. LaManna	One Constitution Plaza		Hartford	CT	06103-1919		860-251-5603	860-251-5218	bankruptcy@goodwin.com	
Sills, Cummis Epstein & Gross,											Counsel to Hewlett-Packard
P.C.	Andrew H. Sherman	30 Rockefeller Plaza		New York	NY	10112		212-643-7000	212-643-6500	asherman@sillscummis.com	Financial Services Company
Sills, Cummis Epstein & Gross,											Counsel to Hewlett-Packard
P.C.	Jack M. Zackin	30 Rockefeller Plaza		New York	NY	10112		212-643-7000	212-643-6500	jzackin@sillscummis.com	Financial Services Company
0.11 0	N/ 1 : A 11 - 16									vhamilton@sillscummis.com	0 1: 5 1:
Sills, Cummis Epstein & Gross,	Valerie A Hamilton	"								skimmelman@sillscummis.co	Counsel to Doosan Infracore
P.C.	Simon Kimmelman	650 College Rd E		Princeton	NJ	08540		609-227-4600	609-227-4646		America Corp.
01 5:40 1115	0	T 0 : 1 D	4 . 5		0.7			000 540 4040	000 540 4400	cfortgang@silverpointcapital.c	Counsel to Silver Point Capital,
Silver Point Capital, L.P.	Chaim J. Fortgang	Two Greenwich Plaza	1st Floor	Greenwich	СТ	06830		203-542-4216	203-542-4100) <u>om</u>	L.P.
Smith, Katzenstein & Furlow LLP	Kathleen M. Miller	800 Delaware Avenue, 7th Floor	P.O. Box 410	Wilmington	DE	19899		302-652-8400	2026520405	kmiller@skfdelaware.com	Counsel to Airgas, Inc.
Sillilli, Kalzelistelli & Fullow LLF	Ratificett W. Willet	Floor	F.O. BOX 410	vviiiiiiigtori	DE	19099		302-032-0400	3020326403	KITIIIel@Skidelaware.com	Counsel to Molex, Inc. and INA
											USA. Inc. and United Plastics
SNR Denton US LLP	D. Farrington Yates	1221 Avenue of the Americas	24th Floor	New York	NY	10020		212-768-6700	212-768-6800	fyates@sonnenschein.com	Group
SIVIC DETION OF ELI	D. I amington rates	1221 Avenue of the Americas	240111001	INOW TOTA	INI	10020		212-700-0700	212-700-0000	Tyates & Sommer Schem.com	Counsel to Schaeffler Canada, Inc.
SNR Denton US LLP	Oscar N. Pinkas	1221 Avenue of the Americas	24th Floor	New York	NY	10020		212-768-6700	212-768-6800	opinkas@sonnenschein.com	and Schaeffler KG
											Counsel to Molex, Inc. and INA
			233 South Wacker								USA, Inc.; Counsel to Schaeffler
SNR Denton US LLP	Robert E. Richards	7800 Sears Tower	Drive	Chicago	IL	60606		312-876-8000	312-876-7934	rrichards@sonnenschein.com	Canada, Inc. and Schaeffler KG
											Counsel to Furukawa Electric Co.,
Squire, Sanders & Dempsey											Ltd.; Counsel for the City of
L.L.P.	G. Christopher Meyer	4900 Key Tower	127 Public Sq	Cleveland	OH	44114		216-479-8692	216-479-8776	cmeyer@ssd.com	Dayton, Ohio
											Attorneys for the State of California
State of California Office of the			300 South Spring								Department of Toxic Substances
Attorney General	Sarah E. Morrison	Deputy Attorney General	Street Ste 1702	Los Angeles	CA	90013		213-897-2640	213-897-2802	sarah.morrison@doj.ca.gov	Control
											Assistant Attorney General for
											State of Michigan, Unemployment
State of Michigan Department of	Roland Hwang										Tax Office of the Department of
Labor & Economic Growth,	Assistant Attorney	0000111 0 15	0 % 0 000	D;		10005		040 455 555	040 455 555		Labor & Economic Growth,
Unemployment Insurance Agency	General	3030 W. Grand Boulevard	Suite 9-600	Detroit	MI	48202		313-456-2210	313-456-2201	hwangr@michigan.gov	Unemployment Insurance Agency
											Assistant Attorney General as
State of Michigan Labor Division	Cupan Devalean Ch	PO Pay 20726		Lanaina	NAI.	40000		E47 070 0E00		nerskanskava @ miskig	Attorney for the Michigan Workers'
State of Michigan Labor Division	Susan Przekop-Snaw	PO Box 30736		Lansing	MI	48909		517-373-2560		przekopshaws@michigan.gov imbaumann@steeltechnologie	Compensation Agency
Stool Tachnologies Inc	John M. Baumann	15/15 Sholbysillo Bood		Louisville	KY	40245		502-245 0222	502-245 05 42		Counsel to Steel Technologies,
Steel Technologies, Inc.	JUITT IVI. DAUITIAITI	15415 Shelbyville Road	<u> </u>	Louisville	IV.1	40243	1	502-245-0322	502-245-0542	<u> s.cuiii</u>	Inc.

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COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	COUNTRY	PHONE	FAX	EMAIL	PARTY / FUNCTION
	Michael A Spero										
	Simon Kimmelman	50 West State Street, Suite									Counsel to Doosan Infracore
Sterns & Weinroth, P.C.	Valerie A Hamilton	1400	PO Box 1298	Trenton	NJ	08607-1298		609-392-2100	609-392-7956	ispecf@sternslaw.com	America Corp.
,											Counsel to Tonolli Canada Ltd.; V.
	Constantine D. Pourakis,										Technologies, Inc. and V.J.
Stevens & Lee, P.C.	Esq.	485 Madison Avenue	20th Floor	New York	NY	10022		212-319-8500	212-319-8505	cp@stevenslee.com	ElectroniX, Inc.
	- 1										Counsel to Thyssenkrupp
										mshaiken@stinsonmoheck.co	Waupaca, Inc. and Thyssenkrupp
Stinson Morrison Hecker LLP	Mark A. Shaiken	1201 Walnut Street		Kansas City	MO	64106		816-842-8600	816-691-3495	m	Stahl Company
				,						_	Counsel to ThyssenKrupp
Stinson Morrison Hecker LLP	Nicholas J Zluticky	1201 Walnut Street	Suite 2900	Kansas City	МО	64106		816-691-3278		nzluticky@stinson.com	Waupaca, Inc.
Stites & Harbison PLLC	Madison L.Cashman	424 Church Street	Suite 1800	Nashville	TN	37219			615-782-2371	robert.goodrich@stites.com	Counsel to Setech, Inc.
Stites & Harbison PLLC	Robert C. Goodrich, Jr.	424 Church Street	Suite 1800	Nashville	TN	37219		615-244-5200	615-782-2371	madison.cashman@stites.com	Counsel to Setech, Inc.
	,										Counsel to WAKO Electronics
											(USA), Inc., Ambrake Corporation,
								502-681-0448	502-779-8274	wbeard@stites.com	and Akebona Corporation (North
Stites & Harbison, PLLC	W. Robinson Beard, Esg.	400 West Market Street		Louisville	KY	40202				loucourtsum@stites.com	America)
Taft, Stettinius & Hollister LLP	Richard L .Ferrell	425 Walnut Street	Suite 1800	Cincinnati	OH	45202-3957		513-381-2838	002 007 0007	ferrell@taftlaw.com	Counsel to Wren Industries, Inc.
ran, ototamas a mometer zzi	THE HALL BY STORE	120 Trainat Guidet	Cuito 1000	O	0	.0202 0001		0.0 00. 2000		- Control Charles Wilson	Counsel to Select Industries
											Corporation and Gobar Systems,
Taft, Stettinius & Hollister LLP	W Timothy Miller Esq	425 Walnut Street	Suite 1800	Cincinnati	ОН	45202		513_381_2838	513-381-0205	miller@taftlaw.com	Inc.
Tart, Otettirius & Hollister EE	Jay Teitelbaum	423 Walliat Olicet	Outle 1000	Ontonnan	011	43202		313-301-2030	313-301-0203	iteitelbaum@tblawllp.com	inc.
Teitelbaum & Baskin LLP	Ron Baskin	3 Barker Avenue	3rd Floor	White Plains	NY	10601		914-437-7670	01/1-/137-7672		Counsel to Mary H. Schaefer
Tennessee Department of	ROH Baskin	c/o TN Attorney General's	31d 1 1001	Williams	141	10001		314-431-1010	314-437-7072	TDASKIT @ tDIAWIID.COM	Couriser to Mary 11. Certaerer
Revenue	Marvin E. Clements, Jr.	Office, Bankruptcy Division	PO Box 20207	Nashville	TN	37202-0207		615-532-2504	615-7/1-333/	agbanknewyork@ag.tn.gov	Tennesse Department of Revenue
Thacher Proffitt & Wood LLP	Jonathan D. Forstot	Two World Financial Center	F O BOX 20207	New York	NY	10281		212-912-7679			Counsel to TT Electronics, Plc
Thacher Proffitt & Wood LLP	Louis A. Curcio	Two World Financial Center		New York	NY	10281				lcurcio@tpw.com	Counsel to TT Electronics, Pic
Thacher Fromit & Wood EE	Louis A. Ourcio	TWO WORLD T INDIFICIAL CENTER	2-Chrome, Chiyoda-	INCW FOIR	141	10201		212-312-7007	81-3-3286-	niizeki.tetsuhiro@furukawa.co.	Legal Department of The
The Furukawa Electric Co., Ltd.	Mr. Tetsuhiro Niizeki	6-1 Marunouchi	ku	Tokyo	Japan	100-8322			3919	n	Furukawa Electric Co., Ltd.
The Fuldkawa Electric Co., Etc.	IVII. Tetsuriilo IVIIZERI	0-1 Mardilodeili	Nu	ТОКУО	Japan	100-0322			3919	<u>P</u>	Counsel to NXP Semiconductors
The Michaelson Law Firm	Robert N Michaelson	11 Broadway Ste 615		New York	NY	10004		212 604 0695	900 264 1201	rnm@michaelsonlawfirm.com	USA, Inc.
THE WICHAEISON LAW I IIII	ROBERT IN MICHAEISON	11 Bloadway Ste 015		New TOIK	INI	10004		212-004-0003	1-330-471-	miniemichaelsoniawiim.com	Representative for Timken
The Timken Corporation BIC - 08	Michael Hart	1835 Dueber Ave. SW	PO Box 6927	Canton	ОН	44706-0927		330-438-3000		michael.hart@timken.com	Corporation
The Tilliken Corporation Bio - 00	Wichael Hait	1000 Buebei Ave. Gw	1 O DOX 0021	Caritori	011	44700-0327		330-430-3000	4300	micraci.nartetimicn.com	Counsel to STMicroelectronics,
Thompson & Knight	Rhett G. Cambell	333 Clay Street	Suite 3300	Houston	TX	77002		712 654 1071	712 654 1071	rhett.campbell@tklaw.com	Inc.
Thompson & Knight LLP	Ira L. Herman	919 Third Avenue	39th Floor	New York	NY	10022-3915				ira.herman@tklaw.com	Counsel to Victory Packaging
Thompson & Knight LLP	John S. Brannon	1700 Pacific Avenue	Suite 3300	Dallas	TX	75201-4693				john.brannon@tklaw.com	Counsel to Victory Packaging
Thompson a rangin EE	CONT. C. Brannon	17 00 1 doine 7 (Vende	Outro 0000	Dallas	174	70201 4000		214 000 1000	214 000 1000	Inewman@thompsoncoburn.c	Counsel to Aluminum International
Thompson Coburn Fagel Haber	Lauren Newman	55 East Monroe	40th Floor	Chicago	IL	60603		312-346-7500	312-590-2201		Inc.
Thompson Cobuilt ager haber	Ladicii Newman	55 Last Worlde	400111001	Officago	112	00003		312-340-7300	312-300-2201	<u>om</u>	Counsel to Rieck Group, LLC n/k/a
										Jennifer.Maffett@ThompsonHi	Mechanical Construction
Thompson Hine LLP	Jennifer L Maffett	2000 Courthouse Plaza NE	10 W Second St	Dayton	ОН	45402		937-443-6600		ne.com	Managers, LLC
Thompson Hille LLF	Jennier L Manett	2000 Coultilouse Flaza NE	10 W Second St	Dayton	ОП	43402		937-443-0000		ne.com	General Counsel and Company
											Secretary to TI Group Automotive
TI Group Automotive Systms LLC	Timethy M. Cuerriere	10045 E Nine Mile Dd		10/04400	МІ	48089		E00 7EE 0000	E00 407 0400	tguerriero@us.tiauto.com	Systems LLC
		12345 E Nine Mile Rd	0	Warren					586-427-8199		
Todd & Levi, LLP	Jill Levi, Esq.	444 Madison Avenue	Suite 1202	New York	NY	10022		212-308-7400		jlevi@toddlevi.com	Counsel to Bank of Lincolnwood
											Counsel to Environmental
				1					1		Protection Agency; Internal
			00.01	1					1		Revenue Service; Department of
	Matthew L Schwartz	Assistant United States	86 Chambers St 3rd							matthew.schwartz@usdoj.gov	Health and Human Services; and
U.S. Department of Justice	Joseph N Cordaro	Attorneys	FI	New York	NY	10007		212-637-1945	212-637-2750		Customs and Border Protection
										hzamboni@underbergkessler.	
Underberg & Kessler, LLP	Helen Zamboni	300 Bausch & Lomb Place		Rochester	NY	14604		585-258-2800	585-258-2821	com	Counsel to McAlpin Industries, Inc
											Counsel to Union Pacific Railroad
Union Pacific Railroad Company	Mary Ann Kildore	1400 Douglas Street	MC 1580	Omaha	NE	68179		402-544-4195	402-501-0127	mkilgore@UP.com	Company

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COMPANY CONTACT ADDRESS1 ADDRESS2 CITY STATE ZIP COUNTRY PHONE FAX EMAIL ADDRESS2 CITY STATE ZIP COUNTRY PHONE FAX EMAIL ADDRESS2 EMAIL ADDRESS2 COUNTRY PHONE FAX EMAIL ADDRESS2 COUNTRY FAX EMAIL ADDRESS2 COUNTRY FAX EMAIL ADDRESS2 COUNTRY FAX EMAIL ADDRESS2 COUNT											
Direct Steel, Piper and Forestry, Paper and	COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP	COUNTRY PHONE	FAX	EMAIL	PARTY / FUNCTION
Manufacturing Alex Columbia State Alex Columbia Alex											Counsel to United Steel, Paper
Miled Steel, Pager and Foresty, Service Volventer, Intel Miled From Pager and Foresty, Service Volventer, Intel Miled From Pager Service Volventer, Intel Miled From Pager Service Volventer, Intel Miled Miled Miled Mile											and Forestry, Rubber,
United Stept, Paper and Forestays Device Workson, Int Device											
Robber Manufacturing Energy Minion (1994), AFL-OO David July, Esq. Comered Sule Box Pistacy											
Vestor Price PC September K. Her Chen 22 N. LaSale S. St. 2600 Chiago L. 60011 312-090-7706 September K. Her Chen 22 N. LaSale S. St. 2600 Chiago L. 60011 312-090-7706 September K. Her Chen 22 N. LaSale S. St. 2600 Chiago L. 60011 S12-090-7706 September K. Her Chen 22 N. LaSale S. St. 2600 Chiago C											
Vorys, Sater, Seymour and Penser LP Printy Stretow Cobb 25 East Gay Street Columbus Child 43215 (614-464-6322 614-79-4605 (624-63-2000 624-63-2000 (624-63-2000 624-63-2000 624-63-2000 (624-63-2000 624-6		\ /'		Center Suite 807				<u> </u>	412-562-2574		
Passet LP	Vedder Price PC	Stephanie K Hor Chen	222 N LaSalle St Ste 2600		Chicago	IL	60601	312-609-7786		schen@vedderprice.com	Counsel to The Intec Group, Inc.
Passet LP	V 0-4 0										Courselles Associate Cultime Inc.
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Counsel to ZF Group North	Zeichner Ellman & Krause LLP	Stuart Krause	575 Lexington Avenue		New York	NY	10022	212-223-0400	212-753-0396	skrause@zeklaw.com	
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ZF North America Thomas J. Schank 15811 Centennial Drive Northville MI 48168 Tom.schank@zf.com America Operations, Inc.											Counsel to ZF Group North
	ZF North America	Thomas J. Schank	15811 Centennial Drive		Northville	MI	48168			Tom.schank@zf.com	America Operations, Inc.

EXHIBIT B

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COMPANY	CONTACT	ADDRESS1	ADDRESS2	CITY	STATE	ZIP PARTY / FUNCTION
United States Trustee	Brian Masumoto	33 Whitehall Street	21st Floor	New York	NY	10004-2112 Counsel to United States Trustee

EXHIBIT C

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re

Chapter 11

Case No. 05-44481 (RDD)

Reorganized Debtors.:

(Jointly Administered)

(Jointly Administered)

JOINT STIPULATION AND AGREED ORDER (I) DISMISSING APPEAL BY THE BANK OF NEW YORK MELLON, AS INDENTURE TRUSTEE, PAUL FEINSILVER, JAMES A. KLOTZ, AND TERRANCE O'GRADY PURSUANT TO FED. R. BANKR. P. 8001(c)(1) AND (II) GRANTING INDENTURE TRUSTEE ALLOWED GENERAL UNSECURED NON-PRIORITY CLAIM

DPH Holdings Corp. and its affiliated reorganized debtors in the above-captioned cases (collectively, the "Reorganized Debtors") and The Bank of New York Mellon, as indenture trustee (the "Indenture Trustee"), Paul Feinsilver ("Feinsilver"), James A. Klotz ("Klotz"), and Terrance O'Grady ("O'Grady," and together with the Indenture Trustee, Feinsilver, and Klotz, the "Movants") respectfully submit this Joint Stipulation and Agreed Order (I) Dismissing Appeal By The Bank of New York Mellon, as Indenture Trustee, Paul Feinsilver, James A. Klotz, And Terrance O'Grady Pursuant To Fed. R. Bankr. P. 8001(c)(1) and (II) Granting Indenture Trustee Allowed General Unsecured Non-Priority Claim (the "Stipulation") and agree and state as follows:

WHEREAS, on October 8 and 14, 2005, Delphi Corporation ("Delphi") and certain of its subsidiaries and affiliates, including Delphi Automotive System LLC ("DAS LLC"), former debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"), filed voluntary petitions under chapter 11 of title 11 of the United States Code, 11

U.S.C. §§ 101-1330, as then amended, in the United States Bankruptcy Court for the Southern District of New York (the "Court").

WHEREAS, on October 6, 2009 (the "Effective Date"), the Debtors substantially consummated the First Amended Joint Plan Of Reorganization Of Delphi Corporation And Certain Affiliates, Debtors And Debtors-In-Possession, As Modified (the "Modified Plan"), which had been approved by this Court pursuant to an order entered on July 30, 2009 (Docket No. 18707) (the "Plan Modification Order"), and emerged from chapter 11 as the Reorganized Debtors. In connection with the consummation of the Modified Plan, Delphi and DAS LLC emerged from chapter 11 as DPH Holdings Corp. and DPH-DAS LLC, respectively.

WHEREAS, on December 12, 2011, the Movants filed the Motion Of The Bank of New York Mellon, As Indenture Trustee, Paul Feinsilver, James A. Klotz And Terrance O'Grady For Permission To Proceed In The Appropriate Tribunal As Against The Reorganized Debtors (Docket No. 21758) (the "Motion").

WHEREAS, on February 27, 2012, the Court entered an Order Denying The Motion Of The Bank of New York Mellon, As Indenture Trustee, Paul Feinsilver, James A. Klotz And Terrence O'Grady For Permission To Proceed In The Appropriate Tribunal As Against The Reorganized Debtors (Docket No. 21758) (Docket No. 21838) (the "Order").

WHEREAS, on March 12, 2012, the Movants filed a Notice of Appeal from the Order (Docket No. 21846).

WHEREAS, the Indenture Trustee represents that its entry into this Stipulation binds all holders of the Bonds (as defined below).

WHEREAS, as of the Reorganized Debtors' and the Movants' entry into this Stipulation, the Movants' appeal from the Order has not been docketed by the United States District Court for the Southern District of New York.

NOW, THEREFORE, the Reorganized Debtors and the Movants stipulate and agree as follows:

- 1. In accordance with Fed. R. Bankr. P. 8001(c)(1), the Movants' appeal from the Order is dismissed with prejudice.
- 2. The Indenture Trustee, on behalf of the holders of the Bonds (as defined below), shall be granted an allowed general unsecured non-priority claim in the amount of \$2,750,000 against DPH-DAS LLC, which will be treated in accordance with the terms of the Modified Plan (the "Claim"). The Reorganized Debtors shall not object to the Claim, seek attorney's fees accrued through the date of this Stipulation related to the Claim, or otherwise seek to reduce any pro-rata distributions to the Movants with respect to the Claim. For the avoidance of doubt, the Movants are bound by all provisions of the Modified Plan, including, without limitation, the injunctions set forth in Article 11.14 of the Modified Plan and paragraph 22 of the Plan Modification Order and the releases set forth in Article 11.5 of the Modified Plan and paragraph 20 of the Plan Modification Order.
- 3. Notwithstanding anything to the contrary in the Modified Plan, allowance of the Claim as set forth in paragraph 2 above is in full satisfaction of all of the Movants' claims against the Trumbull Released Parties (as defined below) relating to the Sewage Disposal Revenue Bonds (General Motors Corporation Project) Series 1994 in the aggregate principal amount of \$2.75 million (the "Bonds"), the Loan Agreement by and between County of Trumbull, Ohio, and General Motors Corporation, dated as of July 1, 1994 (the "Loan

Agreement"), the Assignment And Assumption Agreement – Industrial Development Bonds by and between General Motors Corporation and Delphi Automotive Systems LLC, dated as of January 1, 1999 (the "Assignment Agreement"), and the Amended And Restated Master Restructuring Agreement by and between Delphi Corporation and General Motors Corporation, dated as of September 12, 2008 (the "Amended MRA"), and each Movant, on its own behalf and on behalf of each of its predecessors, successors, assigns, parents, subsidiaries, and affiliated companies, and each of their former, current, and future officers, directors, owners, employees, and other agents (collectively, the "Movant Parties"), hereby waives and releases, against each of the Released Parties (as defined in the Modified Plan), the Debtors, and the Reorganized Debtors, and each of their respective predecessors, successors, assigns, parents, subsidiaries, and affiliated companies, and each of their former, current, and future officers, directors, owners, employees, and any other agents (collectively, the "Trumbull Released Parties") any rights relating to the Bonds, the Loan Agreement, the Assignment Agreement, and the Amended MRA and any right to assert any other claim, cause of action, demand, or liability of every kind and nature whatsoever, including those arising under contract, statute, or common law, whether or not known or suspected at this time, which relate to the Bonds, the Loan Agreement, the Assignment Agreement, or the Amended MRA; provided, however, nothing contained herein shall be deemed to satisfy or release any claims or defenses of any Movant against any other Movant, including the Indenture Trustee whatsoever.

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4. Nothing herein shall be construed as an admission of liability on behalf of

the Trumbull Released Parties.

5. Nothing herein shall be in satisfaction of, or release any, claims of the

Movants against any party other than the Trumbull Released Parties. For the avoidance of doubt,

General Motors Corporation, and its successors and assigns (aside from the Released Parties (as

defined in the Modified Plan), the Debtors, and the Reorganized Debtors) are not Trumbull

Released Parties.

6. This Court shall retain original and exclusive jurisdiction to adjudicate any

disputes arising from or in connection with this Stipulation.

Dated: White Plains, New York

March 20, 2013

/s/Robert D. Drain_

UNITED STATES BANKRUPTCY JUDGE

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AGREED TO AND APPROVED FOR ENTRY:

/s/ Ron E. Meisler

John Wm. Butler, Jr.
John K. Lyons
Ron E. Meisler
SKADDEN, ARPS, SLATE, MEAGHER
& FLOM LLP
155 North Wacker Drive
Chicago, Illinois 60606
(312) 407-0700

- and -

Four Times Square New York, New York 10036

Attorneys for DPH Holdings Corp., et al., Reorganized Debtors

/s/ Robert K. Dakis

Robert K. Dakis MORRISON COHEN LLP. 909 Third Avenue New York, New York 10022 (212) 735-8600

Attorneys for Paul Feinsilver, James A. Klotz and Terrance O'Grady

- and -

/s/ Edward P. Zujkowski

Edward P. Zujkowski EMMET, MARVIN & MARTIN, LLP 120 Broadway New York, NY 10271 (212) 238-3000

Attorneys for The Bank of New York Mellon, as Indenture Trustee

EXHIBIT D

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UNITED STATES BANKRUPTCY COU SOUTHERN DISTRICT OF NEW YORK		
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In re	:	Chapter 11
DPH HOLDINGS CORP., et al.,	:	Case No. 05-44481 (RDD)
Reorganized Debtors.	:	(Jointly Administered)

TWENTY-NINTH SUPPLEMENTAL ORDER UNDER 11 U.S.C. §§ 102(1) AND 105 AND FED. R. BANKR. P. 2002(m), 9006, 9007, AND 9014 ESTABLISHING OMNIBUS HEARING DATES AND CERTAIN NOTICE, CASE MANAGEMENT, AND ADMINISTRATIVE PROCEDURES

("TWENTY-NINTH SUPPLEMENTAL CASE MANAGEMENT ORDER")

Upon the motion, dated October 8, 2005 (the "Case Management Motion"), of Delphi Corporation and certain of its affiliates (collectively, the "Debtors"), now known as DPH Holdings Corp. and certain of its affiliated reorganized debtors in the above-captioned cases (collectively, the "Reorganized Debtors"), for an order under 11 U.S.C. §§ 102(1), 105(a), and 105(d) and Fed. R. Bankr. P. 2002(m), 9006, 9007, and 9014 (a) establishing omnibus hearing dates, (b) establishing certain notice, case management, and administrative procedures in the Debtors' chapter 11 cases, and (c) scheduling an initial case conference in accordance with Rule 1007-2(e) of the Local Bankruptcy Rules for the United States Bankruptcy Court for the Southern District of New York; and

Unless otherwise defined herein, all capitalized terms shall have the meanings ascribed to them in the Case Management Motion.

Upon the order, entered October 14, 2005, granting the Case Management Motion (Docket No. 245); and

Upon the supplemental case management orders entered on March 20, 2006 (Docket No. 2883) (the "Supplemental Order"), March 28, 2006 (Docket No. 2995), April 20, 2006 (Docket No. 3293), May 3, 2006 (Docket No. 3589), May 5, 2006 (Docket No. 3629), May 11, 2006 (Docket No. 3730), May 19, 2006 (Docket No. 3824), October 26, 2006 (Docket No. 5418), October 19, 2007 (Docket No. 10661), February 4, 2008 (Docket No. 12487), July 15, 2008 (Docket No. 13920), July 23, 2008 (Docket No. 13965), December 4, 2008 (Docket No. 14534), April 30, 2009 (Docket No. 16589), August 26, 2009 (Docket No. 18839), December 11, 2009 (Docket No. 19178), January 25, 2010 (Docket No. 19360), April 5, 2010 (Docket No. 19774), May 25, 2010 (Docket No. 20189), July 16, 2010 (Docket No. 20427), November 1, 2010 (Docket No. 20764), January 28, 2011 (Docket No. 21099), May 3, 2011 (Docket No. 21251), August 1, 2011 (Docket No. 21507), October 19, 2011 (Docket No. 21659), January 20, 2012 (Docket No. 21816), April 20, 2012 (Docket No. 21865), and October 15, 2012 (Docket No. 21974) (collectively, the "Prior Supplemental Orders");

IT IS HEREBY ORDERED THAT:

1. This Court shall conduct omnibus hearings in these cases, to be held in Courtroom 118, Hon. Charles L. Brieant Jr. Federal Building and Courthouse, 300 Quarropas Street, White Plains, New York 10601-4140 or as may be determined by the Court, on the following dates and at the following times (the "Omnibus Hearing Dates"):

July 25, 2013 at 10:00 a.m. (prevailing Eastern time)

August 22, 2013 at 10:00 a.m. (prevailing Eastern time)

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September 26, 2013 at 10:00 a.m. (prevailing Eastern time)

October 24, 2013 at 10:00 a.m. (prevailing Eastern time)

November 14, 2013 at 10:00 a.m. (prevailing Eastern time)

December 18, 2013 at 10:00 a.m. (prevailing Eastern time)

2. Additional Omnibus Hearing Dates thereafter may be scheduled by this

Court. All matters requiring a hearing in these cases shall be set for and be heard on Omnibus

Hearing Dates unless alternative hearing dates are approved by the Court for good cause shown.

3. If this Court changes any of the Omnibus Hearing Dates set forth in

paragraph 1 above, the Reorganized Debtors are authorized to provide a notice of change of

hearing (the "Notice") in accordance with paragraph 15 of the Supplemental Order, as amended,

including, without limitation, the amendments included in the Nineteenth Supplemental Case

Management Order, entered May 25, 2010 (Docket No. 20189). The terms of such Notice shall

be binding upon all parties-in-interest in these chapter 11 cases and no other or further notice or

order of this Court shall be necessary.

4. Except as set forth herein, the Prior Supplemental Orders shall continue in

full force and effect.

Dated: White Plains, New York

May 13, 2013

/s/Robert D. Drain_

UNITED STATES BANKRUPTCY JUDGE

EXHIBIT E

UNITED STATES BANKRUPTCY COURT	Γ
SOUTHERN DISTRICT OF NEW YORK	

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In re : Chapter 11

DPH HOLDINGS CORP., et al., : Case No. 05-44481 (RDD)

Reorganized Debtors. : (Jointly Administered)

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TWENTY-FIRST SUPPLEMENTAL ORDER PURSUANT TO 11 U.S.C. § 502(b) AND FED. R. BANKR. P. 2002(m), 3007, 7016, 7026, 9006, 9007, AND 9014 ESTABLISHING (I) DATES FOR HEARINGS REGARDING OBJECTIONS TO CLAIMS AND (II) CERTAIN NOTICES AND PROCEDURES GOVERNING OBJECTIONS TO CLAIMS

("TWENTY-FIRST SUPPLEMENTAL CLAIM OBJECTION PROCEDURES ORDER")

Upon the motion, dated October 31, 2006, of Delphi Corporation and certain of its affiliates (collectively, the "Debtors"), now known as DPH Holdings Corp. and certain of its affiliated reorganized debtors in the above-captioned cases (collectively, the "Reorganized Debtors"), for an order under 11 U.S.C. §§ 502(b) and 502(c) and Fed. R. Bankr. P. 2002(m), 3007, 7016, 7026, 9006, 9007, and 9014 establishing (i) dates for hearings regarding disallowance or estimation of claims and (ii) certain notices and procedures governing hearings regarding disallowance or estimation of claims (the "Claim Objection Procedures Motion") (Docket No. 5453); and

Upon the order, entered December 6, 2006, granting the Claim Objection

Procedures Motion (the "Claim Objection Procedures Order") (Docket No. 6089) and the supplemental orders entered on October 23, 2007 (Docket No. 10701), November 20, 2007

(Docket No. 10994), February 11, 2008 (Docket No. 12609), June 11, 2008 (Docket No. 13726),

August 5, 2008 (Docket No. 14022), October 22, 2008 (Docket No. 14371), January 8, 2009 (Docket No. 14634), September 25, 2009 (Docket No. 18936), December 11, 2009 (Docket No. 19176), January 25, 2010 (Docket No. 19358), April 5, 2010 (Docket No. 19776), July 16, 2010 (Docket No. 20426), November 1, 2010 (Docket No. 20765), January 28, 2011 (Docket No. 21098), May 3, 2011 (Docket No. 21252), August 3, 2011 (Docket No. 21515), October 19, 2011 (Docket No. 21657), January 20, 2012 (Docket No. 21815), April 20, 2012 (Docket No. 21864); and October 15, 2012 (Docket No. 21975).

Upon the Order Approving Modifications Under 11 U.S.C. § 1127(b) To (I) First

Amended Joint Plan Of Reorganization Of Delphi Corporation And Certain Affiliates, Debtors

And Debtors-In-Possession, As Modified And (II) Confirmation Order [Docket No. 12359] (the

"Plan Modification Order") (Docket No. 18707); and after due deliberation thereon; and good

and sufficient cause appearing therefor,

IT IS HEREBY ORDERED THAT:

1. This Court shall conduct special periodic hearings on contested claims matters in these cases and hearings on Section 365 Objections (as such term is defined in paragraph 28 of the Plan Modification Order) (the "Claims Hearings"), to be held in Courtroom 118, United States Bankruptcy Court, Hon. Charles L. Brieant Jr. Federal Building and Courthouse, 300 Quarropas Street, White Plains, New York 10601-4140 unless the Reorganized Debtors and the parties whose claims are affected are otherwise notified by this Court. The following dates and times (the "Claims Hearing Dates") have been scheduled for Claims Hearings in these chapter 11 cases:

July 25, 2013 at 10:00 a.m. (prevailing Eastern time)

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August 22, 2013 at 10:00 a.m. (prevailing Eastern time)

September 26, 2013 at 10:00 a.m. (prevailing Eastern time)

October 24, 2013 at 10:00 a.m. (prevailing Eastern time)

November 14, 2013 at 10:00 a.m. (prevailing Eastern time)

December 18, 2013 at 10:00 a.m. (prevailing Eastern time)

2. Additional Claims Hearings thereafter may be scheduled by this Court.

All contested claims matters or Section 365 Objections requiring a hearing in these chapter 11

cases shall be set for and be heard on the Claims Hearing Dates unless alternative hearing dates

are approved by this Court for good cause shown.

3. If this Court changes any of the Claims Hearing Dates set forth in

paragraph 1 above, the Reorganized Debtors are authorized to provide a notice of change of

Claims Hearing Date (the "Notice") in accordance with paragraph 9 of the Claim Objection

Procedures Order or paragraphs 32 and 40 of the Plan Modification Order. The terms of such

Notice shall be binding upon all parties-in-interest in these chapter 11 cases and no other or

further notice or order of this Court shall be necessary.

4. Except as set forth herein, the Claim Objection Procedures Order and the

Plan Modification Order shall continue in full force and effect.

Dated: White Plains, New York

May 13, 2013

/s/Robert D. Drain

UNITED STATES BANKRUPTCY JUDGE

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EXHIBIT F

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DPH Holdings Corp.

Special Parties

Company	Contact	Address1	City	State	Zip
Emmet, Marvin & Martin, LLP	Edward P. Zujkowski	120 Broadway	New York	NY	10271
Morrison Cohen LLP	Robert K. Dakis	909 Third Avenue	New York	NY	10022